



GENERAL ASSEMBLY 2023

# ASSEMBLY REPORT

2021 - 2023



Evangelical Missionary  
Church of Canada

APRIL 27 - 29, 2023  
STOUFFVILLE, ONTARIO

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# President's Welcome

John Cressman

Welcome to our 2023 General Assembly, a gathering of members, delegates and friends of the Evangelical Missionary Church of Canada. It is wonderful that we are able to gather in-person as well as online. We come together to seek God first, to hear from His Spirit, be inspired and challenged, and to connect with brothers and sisters in Christ for encouragement. We enter His gates with thanksgiving in our hearts and into His courts with praise. Throughout our time together, we look to grow in character and display the character of Jesus in our interactions.

The theme for our Assembly Gathering is Walking the Talk. "Those who say they live in God should live their lives as Jesus did. (1 John 2:6). Lord, forgive us when and where our walk has become "unhinged" from our talk. Being like Jesus in our attitudes, behaviour and character has never been more important in our culture. In a world divided and skeptical, comes the call to be a Congruent Church - where our words and behaviour match His Word and His ways. Not just people of character but people of Christ-like character who humbly seek to live a consistent life - may we even go so far as to say, "a holy life empowered by the Holy Spirit." Post-pandemic leadership in the church is not just a call for innovation but a call for character.

Throughout this Assembly, we will hear from many voices. Our thanks to our contributors and the Assembly Design Team for their extra-mile work to make this gathering accessible to as many as possible. During our time together, we will hear stories that celebrate our shared values as a denominational family.

- **We follow Jesus.** We value His ways, His words and His life as our example.
- **We depend on the Holy Spirit.** We value listening to the voice of the Spirit. We seek to walk in the power of the Spirit, not our own wisdom and strength. We value dependence and interdependence because there is fellowship in the Spirit.
- **We genuinely care.** We value relationships. We strive to live as a family of God.
- **We humbly serve.** Following the example of Jesus, we value humility and servant leadership.
- **We collaborate together.** We value being together, learning together, working together and being on mission together.

Most importantly, we come together to hear from Jesus. He is the way, the truth and the life.



GENERAL ASSEMBLY 2023

# AGENDA

## Thursday, April 27 (All times are in Eastern Standard Time)

6:00-7:00pm	Registration Opens	Main Foyer
7:00-8:30pm	Welcome & Worship Session 1 - Walking the Talk (Micah 6:8)	Main Auditorium
8:30-9:30pm	Refreshments	Gym

## Friday, April 28

8:30-9:30am	Registration Opens	Main Foyer
	Coffee Time	Gym
9:30-11:30am	Workshop - Developing a Posture that Fosters a Welcome Space for Singles, LGBTQ, Divorced and Common-Law Relationships	Main Auditorium
11:30am-1:00pm	Lunch (Catered light lunch - paid attendees only)	Gym
	Next Gen Lunch	Fellowship Hall
1:00-2:30pm	Welcome & Worship Session 2 - Character Matters + World Partners Update (Led by John Cressman & Friends)	Main Auditorium
2:30-3:30pm	Refreshment Break	Gym
3:30-5:00pm	Session 3 - Future Ready	Main Auditorium
5:00-7:00pm	Supper Break (on your own)	
7:00-9:00pm	"IF": A Guided, Spiritual Listening Experience Around 2 Chronicles 7:14	Main Auditorium

## Saturday, April 29

9:00-9:30am	Coffee Time	Gym
9:30-11:30am	Workshop - Silent No Longer: Understanding and Responding with Character to Abuse in the Church	Main Auditorium
11:30am-12:30pm	Lunch (Catered light lunch - paid attendees only)	Gym
12:30-3:00pm	Business Meeting (AGM) - EMCC National Board <ul style="list-style-type: none"> <li>In-person check-in at 12:30pm</li> <li>Online check-in at 12:45pm</li> </ul>	Main Auditorium
3:00-3:30pm	Refreshment Break	Gym
3:30-5:00pm	Closing Session: Honouring & Commissioning	Main Auditorium

Evangelical Missionary  
Church of Canada

# Agenda for EMCC Business Meeting 2023

1. Call to Order – Moderator, Scott Clubine
2. Credentials Report/Establishment of Quorum
3. Prayer
4. Approval of Proposed Standing Rules of Order for General Assembly 2023
5. **Motion EMCC202301** “that the Proposed Standing Rules of Order for the EMCC 2023 AGM be approved.”
6. Announcement of Sessional Committees
7. The minutes of General Assembly April 30, 2021 have been approved by the Assembly Minutes Approval Committee and are included in the Assembly book.
8. Consent Agenda
9. **Motion EMCC 202302** “that the Consent Agenda be approved.”
  - Approval of Agenda  
“that the agenda of the 2023 EMCC General Assembly be approved.”
  - Approval of Ordinary Annual Meeting Minutes  
“that the minutes of the Ordinary Annual Meeting of the EMCC held May 27, 2022 be approved.”
  - Reports  
“that the 2023 reports to Assembly be received with thanks.”
  - Appointment of Auditor  
“that the firm of Clarke Starke and Diegel be appointed as the EMCC auditor until Assembly 2025.”
10. Finance Presentation by the Chair of the Finance Committee – Andrew Epp

11. Bylaw Amendments by Special Resolution (1 voting session with 4 separate votes)

"Section A" Membership in the Articles of Amalgamation of the Corporation

**Motion EMCC202303**

"RESOLVED, AS A SPECIAL RESOLUTION, THAT:

1. Schedule "A" titled Membership in the Articles of Amalgamation of the Corporation be deleted in its entirety and replaced with the following:

'The Membership of the Corporation (in this Schedule referred to as "EMCC") shall consist of both Corporate Members and Individual Members.

**Corporate Members**

Corporate Members shall be the local congregations which have met the conditions and requirements for corporate membership which are set forth in the Bylaws of EMCC as they may be amended from time to time. Each Corporate Member shall be entitled to appoint one individual delegate or proxy according to the formula of one lay delegate for each congregation.

**Individual Members**

Individual members are entitled to one vote per person and shall be those individuals identified in the bylaws of the EMCC as being individuals who are eligible to attend and vote at a General Meeting of EMCC, being at present the following:

- EMCC ordained and licensed ministers
- EMCC credentialed global workers
- EMCC Board of Directors
- EMCC Ministry Directors, as those are defined in the Bylaws of EMCC
- the President from time to time of Emmanuel Bible College of Kitchener, Ontario
- the President from time to time of Rocky Mountain College of Calgary, Alberta

The above are subject to change by revision to the Bylaws and by filing an amendment to the provisions of this Schedule accordingly.'

2. Any one officer or director of the Corporation is authorized to take all such actions and execute and deliver all such documentation which are necessary or desirable for the implementation of this resolution including arranging for the new Articles of Amalgamation Schedule "A" to be filed with Corporations Canada.
3. Kuhn LLP be authorized to e-file the new Articles of Amalgamation Schedule "A" with Corporations Canada."

## Appendix #1 Articles of Faith

### **Motion EMCC202304**

'RESOLVED, AS A SPECIAL RESOLUTION, THAT:

1. The existing Appendix #1 Articles of Faith and Practice of the Corporation be deleted in its entirety and replaced with Appendix #1 Articles of Faith presented to the members at this meeting, a copy of which is attached hereto.
2. Any one officer or director of the Corporation is authorized to take all such actions and execute and deliver all such documentation which are necessary or desirable for the implementation of this resolution including arranging for the new Appendix #1 Articles of Faith to be filed with Corporations Canada.
3. Kuhn LLP be authorized to e-file the new Appendix #1 Articles of Faith with Corporations Canada."

## Bylaw #1

### **Motion EMCC202305**

"RESOLVED, AS A SPECIAL RESOLUTION, THAT:

1. The existing Bylaws of the Corporation be deleted in their entirety and replaced with the Bylaws presented to the members at this meeting, a copy of which is attached hereto.
2. Any one officer or director of the Corporation is authorized to take all such actions and execute and deliver all such documentation which are necessary or desirable for the implementation of this resolution including arranging for the new Bylaws to be filed with Corporations Canada.
3. Kuhn LLP be authorized to e-file the new Bylaws with Corporations Canada."

## Membership Affirmation in the Articles of Governance

### **Motion EMCC202306**

"RESOLVED, AS A SPECIAL RESOLUTION, THAT:

1. Section 2.2.2 Appendix #2 Articles of Governance of the Corporation be deleted and replaced with the following:  
 "In the membership affirmation, the local church shall subscribe in writing to the following statement:  
 'We, the duly authorized representatives of (name of local church), apply to become a recognized member of the Evangelical Missionary Church of Canada. We affirm our agreement with the EMCC Articles of Faith. We commit to supporting the work of EMCC through financial contributions on a regular basis, whether that be annually or at various intervals throughout the year. We agree to submit to the denominational leaders elected and appointed as they serve us according to our agreed-upon governing documents. We will seek to encourage and provide the means for our pastors to participate and collaborate in EMCC initiatives/events. We will seek to appoint a delegate to participate in denominational business meetings. We will oversee the credential holders in our midst, supporting them and holding them accountable for their credential requirements.'
2. Any one officer or director of the Corporation is authorized to take all such actions and execute and deliver all such documentation which are necessary or desirable for the implementation of this resolution including arranging for the amendment to Appendix #2 Articles of Governance to be filed with Corporations Canada.
3. Kuhn LLP be authorized to e-file the amendment to Appendix #2 Articles of Governance with Corporations Canada."

## 12. Election for the Board of Directors

The following nominees are presented by the Nominating Committee for election to the EMCC Board of Directors:

- Mark Mauleesan (2nd 4 year term)
- Isaac Illankeswaran (1st 4 year term)
- Melanie Nelson (1st 4 year term)
- Sunday Olukoju (1st 4 year term)

## 13. Adjournment of the Business Session

## 14. **Motion EMCC 202307**

"If there is no objection, the business session of General Assembly 2023 will now adjourn."



SECTION 1

# **AGM Documents**



# Standing Rules for EMCC Business Meeting in person and via Zoom

## GENERAL

1. The presence of a quorum shall be established by the online list of participating delegates and the sign-in list at the beginning of the meeting.
2. The chair shall be empowered to effect changes to the published agenda in the best interests of the Assembly.
3. Sessional Committees have been appointed by the EMCC Moderator and Secretary.
4. All motions in the agenda have been moved and seconded by the EMCC Board of Directors.
5. It is the recognized right of a duly seated member of the General Assembly to speak, in keeping with the Rules of Order, on any subject.
6. A consent agenda shall be used for matters that may be considered in total without debate or amendment. These include the Approval of the Agenda, Approval of the OAM minutes and appointment of the Auditor.
7. Motions/resolutions, other than routine, shall be prepared in writing, signed by the mover and the seconder and presented to the secretary of the board. The chair and the secretary will review and
  - a. Refuse to present it to the body; or
  - b. Negotiate its revision; and/or
  - c. Expedite its legislation; and/or
  - d. Deliver a recommendation.
8. Delegates shall speak only once for two (2) minutes on each subject, except by permission of the chair.
9. The chair shall alternate between questions from the floor and questions from the online platform.
10. Voting shall be anonymous, conducted by the company SimpleSurvey. Each delegate shall receive their ballots and vote through their specified email address. Delegates will not receive email ballots if they have left the meeting.
11. The rules contained in Robert's Rules of Order, Newly Revised 12th Edition, shall govern the meeting in all cases in which they are not inconsistent with the EMCC Bylaw #1 and these Standing Rules.
12. The adoption of these Rules is by Special Resolution (2/3 approval) of the Members.

**ZOOM**

1. Delegates shall identify themselves as required to sign into the meeting and shall maintain internet and audio access throughout the meeting whenever present and shall sign out upon any departure before adjournment. Delegates must have their cameras turned on at all times during the meeting. Delegates shall let the administrator know in the Chat Box when leaving the meeting. Delegates will not receive email ballots if they have left the meeting.
2. Each delegate is responsible for their audio and internet connections; no action shall be invalidated on the grounds that the loss of, or poor quality of, a delegate's individual connection prevented participation in the meeting.
3. Delegates shall put their question/s in the Chat Box with their name and home church and, if the question is germane to the discussion, the question shall be read aloud by the chair.

**IN PERSON**

1. Delegates shall sign in at the meeting.
2. Delegates shall wear proper identification.
3. Each member shall go to the microphone when he/she wishes to speak, wait to be recognized by the chair and give his/her name and home church before beginning to speak.

# EMCC General Assembly April 30 2021

## Archiving Reference 2021 General Assembly Minutes Approved Approved May 31, 2021

Location: Zoom Webinar

Presiding Officer: Jim Hazzard, Moderator

Recording Secretary: Anne Whitmore pro-tem

### April 30, 2021

#### 1. **Call to Order**

Jim Hazzard called the meeting to order at 1:32 PM EDT and made introductions.

#### 2. **Credentials Report**

There were 166 Individual Members and 28 Corporate Members present for a total of 194. The Corporate Members were represented by 31 delegates making the number of persons entitled to vote in this meeting 197.

The total EMCC membership is 487 making quorum 50. Quorum was declared and the meeting proceeded.

#### 3. **Opening Prayer**

Kerry Belt opened in prayer.

#### 4. **Approval of Proposed Standing Rules for General Assembly 2021 via Zoom**

MOTION EMCC2021.01

It was moved and seconded that the Proposed Standing Rules for General Assembly 2021 via Zoom be approved.

The motion was adopted.

#### 5. **Sessional Committee Assignments**

Bylaw Committee: Lillian Whitmore

Minutes Approval Committee: Jean Winker (chair), Liz Froese and Ruth Ann Elliott.

#### 6. **Approval of Consent Agenda**

MOTION EMCC2021.02

It was moved and seconded that the Consent Agenda, comprised of the following, be approved:

"That the agenda of the EMCC General Assembly 2021 be approved.

That the minutes of the Ordinary Annual Meeting of the EMCC held May 29 2020 be approved.

That the 2021 Reports to Assembly be received with thanks.

That the firm of Clarke, Starke and Diegel be appointed as the EMCC auditor for the fiscal year 2021."

The motion was adopted.

## 7. **Finance Presentation**

The 2019 and 2020 audited reports were presented by John Stokoe, Chair of the Finance & Audit Committee. Discussion followed.

## 8. **Report on the What's Next Task Force Committee**

Jim Hazzard reported on the Go Forward Task Force initiated at the 2019 Assembly. The new President will re-engage with the committee to fulfill this motion and report to the Members at Assembly 2023.

## 9. **Approval of Bylaw Amendments**

MOTION EMCC2021.03

It was moved and seconded to amend Bylaw 4.5.3 Mode of Multi-Venue Assembly – adding a fully electronic means.

"Be it resolved that Bylaw 4.5.3 be deleted in its entirety and replaced with the following:

An Assembly may be held at two or more concurrent meeting locations linked by communication facilities permitting all persons participating in the meeting at each of the two locations to hear and see the business of the overall meeting and in particular:

- a. to hear each person who is recognized and given the floor by the chairperson of the meeting in accordance with rules of order for the meeting and;
- b. if visual materials or presentations are being reviewed or presented, to see or be able to concurrently view such materials or presentations

and shall report the results to the overall chairperson of the meeting.

Notwithstanding the foregoing, an Assembly may be held entirely by electronic means at the discretion of the Board and in accordance with the Act. The chairperson of the meeting shall be responsible to ensure the votes are tabulated electronically.

A member who attends such a meeting in person, by telephone or by two-way audio-visual conference link as aforescribed is deemed to have consented to the location(s) of the meeting except when he or she attends the meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully held. A Member participating in such a meeting in any of the manners aforescribed shall be considered present at the meeting and at the place of meeting."

The motion was adopted.

#### MOTION EMCC2021.04

It was moved and seconded to amend Bylaw 6.3.1 Election of the President

"Be it resolved that Section 6.3.1 of the by-laws be deleted in its entirety and replaced with the following:

The President shall be elected from among the ordained ministers of the EMCC for a four (4) year term, which term shall commence within 45 days of such election. The exact date in which the President's term shall commence shall be specified in the President's contract of service, as confirmed by the Board. For the purpose of clarity, the "four-year term" shall continue until the second General Assembly after the President's installation. The initial election of a President shall require the majority approval of votes cast at a General Assembly, or other such meeting considering the matter, as the case may be. There shall be no term limit for the President, provided that at the expiry of each term an incumbent President shall require approval of the Members by special resolution for re-election to a subsequent term. 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 occurrence, the Board shall, as expeditiously as practical, seek a replacement nominee for President in the manner described in the Articles of Governance and shall submit such nominee to the Members for approval then by ordinary resolution."

#### MOTION EMCC2021.05

It was moved and seconded to insert Bylaw 4.5 Vice Moderator of the Board

"Be it resolved that the following be inserted as Bylaw 4.5 and the sections following renumbered:

The Vice Moderator of the Board shall be appointed by the Board from among its members for a 2-year term at the first meeting of the Board after each General Assembly. The Vice Moderator of the Board, in the absence of the Moderator, shall preside at all meetings, and shall have such other duties and powers as the Board may specify. The incumbent shall hold office until a successor is elected or appointed by the Board."

The motion was adopted.

## MOTION EMCC2021.06

It was moved and seconded to amend Articles of Faith and Practice – separating into 2 appendices

Be it resolved that:

Subsection 1.1(f) of the by-laws be deleted in its entirety and replaced with the following:

"f. "Articles of Faith" means the Articles of Faith of the Corporation attached to and forming part of these by-laws as Appendix #1;"

"f2. "Articles of Practice" means the Articles of Practice of the Corporation attached to and forming part of these by-laws as Appendix #3;"

The heading of Section 2 be deleted and replaced with the following:

**"2.**

## **SECTION TWO**

### **ARTICLES OF FAITH, ARTICLES OF PRACTICE and ARTICLES OF GOVERNANCE"**

Section 2.1 of the by-laws be deleted in its entirety and replaced with the following:

#### **"2.1 Integrated Articles**

The "Articles of Faith", which are attached hereto as Appendix #1, the "Articles of Governance", which are attached hereto as Appendix #2, and the "Articles of Practice", which are attached hereto as Appendix #3, are each an integral part of these by-laws. Neither may be amended, supplemented, repealed or replaced except by a special resolution of the Members."

Appendix #1 and Appendix #2 of the by-laws be deleted in their entirety and replaced with those appendices attached to these resolutions as Appendix #1 and Appendix #2, respectively.

An appendix be added as Appendix #3 to the by-laws in the form attached to these resolutions as

"Appendix #3".

The motion was adopted.

## 10. **Report of the Nominating Committee**

Retiring directors are Kerry Belt, John Stokoe and Liz Froese.

The Nominating Committee was composed of Liz Froese (Chair & Board rep), Kerry Belt (Board rep), Rebecca Arumainayagam, Alison Lefebvre, Genevieve Epp and Randall Rehkopf.

Liz Froese presented the following nominees to the EMCC Board of Directors:

Charlie Bowen (4-year term)  
 Colin Creighton (4-year term)  
 Andrew Epp (4-year term)  
 Jim Hazzard (4-year term)  
 Tracy Minke (4-year term)

With 175 votes cast, 88 votes in favour were required for the election of each director. The results were:

Charlie Bowen	160 in favour
Colin Creighton	160 in favour
Andrew Epp	162 in favour
Jim Hazzard	162 in favour
Tracy Minke	159 in favour

The Moderator declared that Charlie Bowen, Colin Creighton, Andrew Epp, Jim Hazzard and Tracy Minke were elected to 4-year terms ending 2025.

#### 11. **Election of the President**

The Presidential Search Committee was composed of Scott Clubine (Chair & Board rep), Wayne Smele, Ruth Esau, Isaac Illankeswaran, Andrew Mills and Alan Shantz.

Scott Clubine presented Rev Dr John Cressman as the nominee for President.

With 176 votes cast, 89 votes in favour were required for the election of the President.

Rev Dr John Cressman received 173 votes in favour.

The Moderator declared that the Rev Dr John Cressman was elected as the EMCC President for a

4-year term ending 2025.

#### **Adjournment**

MOTION EMCC2021.07

Hearing no objection, the business session of General Assembly 2021 was adjourned at 3:06 pm EDT.

These minutes were approved by the Minutes Approval Committee on the 13th day of May, 2021.

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Lawrence J Hazzard, Moderator

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Lillian Whitmore, Board Secretary

# EMCC Ordinary Annual Meeting May 27 2022

## Archiving Reference 2022 Ordinary Annual Meeting Minutes

### Approval Pending

Location: Zoom

Presiding Officer: Scott Clubine, Moderator

Recording Secretary: Lillian Whitmore

#### 1. **Call to Order**

Scott Clubine called the meeting to order at 11:06 AM ET and made introductions. John Cressman opened in prayer.

#### 2. **Quorum**

Present in person: 10 individual members (Scott Clubine, Lillian Whitmore, John Cressman, Jim Hazzard, Charlie Bowen, Andrew Epp, Eric Ho, Bruce Archer, Colin Creighton, Arlene Gomez).

By proxy: 20 individual members and 1 corporate member (represented by 1 proxy)

Total: 31

Bylaw #1 4.6.5 states "A quorum at any Ordinary Meeting shall be the attendance in person of at least five individuals representing, whether in their capacity as Individual Members or by proxy, at least 5% of the total aggregate votes of Individual Members and Corporate Members."

5% of the aggregate membership (488) is 25.

It was confirmed that a quorum was present.

Wai-Lam Liu attended as a guest.

#### 3. **Approval of Agenda**

MOTION EMCC 22.001

It was moved that the agenda of Ordinary Annual Meeting 2022 be approved.

The motion was adopted.

#### 4. **Audit Report**

MOTION EMCC 22.002

It was moved to defer the auditor's report to Assembly 2023.

The motion was adopted.

5. **Appointment of Auditor**

MOTION EMCC 22.003

It was moved that the incumbent firm of Clarke, Starke and Diegel be appointed as the EMCC auditor for 2022.

The motion was adopted.

6. **Destruction of Proxies**

The Moderator will direct administration to destroy the proxies.

**Adjournment**

The meeting was adjourned at 11:11 am ET.

The minutes were approved the \_\_\_\_\_ day of \_\_\_\_\_ 2023.

\_\_\_\_\_  
Lillian Whitmore, Board Secretary

\_\_\_\_\_  
Scott Clubine, Moderator



# AUDIT REPORT

# Evangelical Missionary Church of Canada

## FINANCIAL STATEMENTS AND NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2022

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## INDEPENDENT AUDITOR'S REPORT

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To the Members of Evangelical Missionary Church of Canada

### *Qualified Opinion*

We have audited the financial statements of Evangelical Missionary Church of Canada (the organization), which comprise the statement of financial position as at December 31, 2022, and the statements of financial position, changes in fund balances, and operations and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, except for the possible effects of the matter described in the Basis for Qualified Opinion section of our report, the accompanying financial statements present fairly, in all material respects, the financial position of the organization as at December 31, 2022, and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

### *Basis for Qualified Opinion*

In common with many charitable organizations, the organization derives revenue from contributions and programs, the completeness of which is not susceptible of satisfactory audit verification. Accordingly, our verification of these revenues was limited to the amounts recorded in the records of the organization and we were not able to determine whether any adjustments might be necessary to contributions, assets and fund balances as at December 31, 2022. Our audit opinion on the financial statements for the year ended December 31, 2021 was modified accordingly because of the possible effects of this limitation of scope.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Organization in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with those requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

### *Responsibilities of Management and Those Charged with Governance for the Financial Statements*

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian accounting standards for not-for-profit organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the organization's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless management either intends to liquidate the organization or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the organization's financial reporting process.

Independent Auditor's Report to the Members of Evangelical Missionary Church of Canada *Continued**Auditor's Responsibilities for the Audit of the Financial Statements*

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Organization's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the organization to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Waterloo, Ontario  
[date of financial statement approval]

CHARTERED PROFESSIONAL ACCOUNTANTS  
LICENSED PUBLIC ACCOUNTANTS

**Evangelical Missionary Church of Canada**  
**Statement of Financial Position**  
**Year ended December 31, 2022**

	2022			2021				
	General Fund	Missions Fund	Projects Fund	Total	General Fund	Missions Fund	Projects Fund	Total
Assets								
Current								
Cash and equivalents (Note 3)	\$1,880,797	\$ -	\$5,832	\$1,886,629	\$967,313	\$ -	\$9,907	\$977,220
Investments (Note 4)	4,673,581	-	50,025	4,723,606	3,887,290	-	56,451	3,943,741
Accounts receivable	147,679	-	-	147,679	25,780	-	-	25,780
Loans receivable (Note 5)	1,682,147	-	-	1,682,147	1,772,941	-	-	1,772,941
Prepaid expenses	15,841	4,583	-	20,424	15,062	3,583	-	18,645
Due to other funds	-	469,028	6,032,238	6,501,266	1,702	697,353	3,983,825	4,682,880
	8,400,045	473,611	6,088,096	14,961,752	6,670,088	700,936	4,050,183	11,421,207
Capital (Note 6)	-	-	1,593,480	1,593,480	-	-	1,593,480	1,593,480
	\$8,400,045	\$473,611	\$7,681,576	\$16,555,232	\$6,670,088	\$700,936	\$5,643,663	\$13,014,687
Liabilities and Fund Balances								
Current								
Accounts payable and accrued liabilities	\$48,395	\$ -	\$5,664	\$54,059	\$33,262	\$ -	\$5,500	\$38,762
Due to related parties	-	-	-	-	73,709	-	-	73,709
Loans payable	1,688	-	-	1,688	11,688	-	-	11,688
Due from other funds	6,501,266	-	-	6,501,266	4,681,178	-	1,702	4,682,880
	6,551,349	-	5,665	6,357,014	4,799,837	-	7,202	4,807,039
Fund Balances (Note 7)								
Unrestricted	117,674	-	-	117,674	6,586	-	-	6,586
Internally restricted	1,731,022	-	6,552,636	8,283,658	1,863,665	241,431	4,643,709	6,748,805
Externally restricted	-	473,611	1,068,321	1,541,932	-	459,505	937,798	1,397,303
Endowment	-	-	54,954	54,954	-	-	54,954	54,954
	1,848,696	473,611	7,675,911	9,998,218	1,870,251	700,936	5,636,461	8,207,648
	\$8,400,045	\$473,611	\$7,681,576	\$16,555,232	\$6,670,088	\$700,936	\$5,643,663	\$13,014,687

Board Secretary

Finance Committee Chair

**Evangelical Missionary Church of Canada**  
**Statement of Changes in Fund Balances**  
**Year ended December 31, 2022**

	2022				2021			
	General Fund	Missions Fund	Projects Fund	Total	General Fund	Missions Fund	Projects Fund	Total
Fund Balances, Beginning of Year	\$1,870,251	\$700,936	\$5,636,461	\$8,207,648	\$1,499,032	\$600,250	\$6,570,949	\$8,670,231
Excess (Deficiency) of Revenue over Expenses	(189,795)	114,106	1,866,259	1,790,570	398,126	(46,221)	(814,488)	(462,583)
Interfund Transfers (Note 8)	168,240	(341,431)	173,191	-	(26,907)	146,907	(120,000)	-
Fund Balances, End of Year	\$1,848,696	\$473,611	\$7,675,911	\$9,998,218	\$1,870,251	\$700,936	\$5,636,461	\$8,207,648

The accompanying notes form an integral part of these financial statements.

Evangelical Missionary Church of Canada  
Statement of Operations  
Year ended December 31, 2022

	2022				2021			
	General Fund	Missions Fund	Projects Fund	Total	General Fund	Missions Fund	Projects Fund	Total
<b>Revenue</b>								
Contributions (Note 12)	\$1,090,944	\$722,014	\$2,708,295	\$4,521,253	\$1,133,829	\$703,491	\$218,957	\$2,056,277
Investment income (loss)	(135,925)	-	22,699	(113,226)	486,820	4,482	70,629	561,931
Programs	22,475	-	21,472	43,947	7,006	-	18,990	25,996
Other income	3,350	-	15,030	18,380	901	-	15,000	15,901
Health and pension								
Benefits collected (Note 10)	2,323,764	-	-	2,323,764	2,246,316	-	-	2,246,316
	<u>3,304,608</u>	<u>722,014</u>	<u>2,767,496</u>	<u>6,794,118</u>	<u>3,874,872</u>	<u>707,973</u>	<u>323,576</u>	<u>4,906,421</u>
<b>Expenses</b>								
Staff costs – office (Note 10)	913,785	-	76,219	990,004	951,289	-	6,723	958,012
Staff costs – World Partners	-	438,209	-	438,209	-	513,249	-	513,249
Field ministry	-	83,633	-	83,633	-	130,289	-	130,289
Ministry projects	-	-	213,017	213,017	-	-	217,812	217,812
Home ministry assignment	-	6,211	-	6,211	-	11,426	-	11,426
Church ministry	156,606	-	568,973	725,579	64,994	755	31,016	106,658
Administration	81,490	79,855	32,046	193,391	144,074	98,475	4,317	236,973
Interest	-	-	-	-	31,371	-	-	31,371
Professional fees	47,578	-	10,982	58,560	29,990	-	15,196	45,186
Loss on sale of assets	-	-	-	-	-	-	863,000	863,000
Health and pension								
benefits paid (Note 10)	2,294,944	-	-	2,294,944	2,255,028	-	-	2,255,028
	<u>3,494,403</u>	<u>607,908</u>	<u>901,237</u>	<u>5,003,548</u>	<u>3,476,746</u>	<u>754,194</u>	<u>1,138,064</u>	<u>5,369,004</u>
<b>Excess (Deficiency) of Revenue over Expenses</b>	<u>\$(189,795)</u>	<u>\$114,106</u>	<u>\$1,866,259</u>	<u>\$1,790,570</u>	<u>\$398,126</u>	<u>\$(46,221)</u>	<u>\$(814,488)</u>	<u>\$(462,583)</u>

The accompanying notes form an integral part of these financial statements.

Evangelical Missionary Church of Canada  
Statement of Cash Flows  
Year ended December 31, 2022

	2022	2021
<b>Operating Activities</b>		
Contributions	\$4,603,686	\$2,100,220
Investment	107,052	196,445
Programs	43,947	25,996
Other income	18,380	15,901
Employee pension premiums received	1,167,088	1,156,452
	<u>5,940,153</u>	<u>3,495,014</u>
 Global worker and staff costs		
Field ministry	1,428,213	1,471,262
Administration	1,136,820	573,669
Interest	325,661	231,613
	-	31,371
Employee pension premium paid	1,220,700	1,209,104
	<u>4,111,394</u>	<u>3,517,019</u>
 Cash flow from operations	<u>1,828,759</u>	<u>(22,005)</u>
 <b>Investing Activities</b>		
Sale (purchase) of investments	(1,000,144)	4,133,045
Proceeds from sale of capital assets	-	50,000
Repayment (advance) of loans receivable, net	90,794	(941)
Advance of loan payable	-	(50,000)
	<u>(909,350)</u>	<u>4,132,104</u>
 Cash flow from investing		
	<u>(909,350)</u>	<u>4,132,104</u>
 <b>Financing Activities</b>		
Repayment of loans payable	(10,000)	(4,028,634)
	<u>909,409</u>	<u>81,465</u>
 Increase (decrease) in Cash and equivalents		
Cash and equivalents, beginning of year	977,220	895,755
	<u>\$1,886,629</u>	<u>\$977,220</u>

The accompanying notes form an integral part of these financial statements.

**Evangelical Missionary Church of Canada**  
**Notes to Financial Statements**  
**Year ended December 31, 2022**

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**1. Description of Organization**

The Evangelical Missionary Church of Canada (EMCC) is a church denomination of approximately 110 member churches across Canada, organized to advance the way of Jesus in alignment with the Great Commandment and the Great Commission of our Lord Jesus Christ. The EMCC is passionately committed to introducing people to Jesus Christ, discipling believers and facilitating multiplication of healthy churches in Canada and worldwide.

EMCC is responsible for the oversight of member churches, the credentialing of pastors and global workers, oversight of the EMCC – World Partners, and the networking of resources for both pastors and churches.

EMCC is incorporated without share capital under the laws of Canada and is registered with Canada Revenue Agency as a charitable organization; registration number 10770 6525 RR0001. The organization is exempt from income tax under Section 149 of the Income Tax Act.

The ongoing operations of the organization are dependent on the continued financial support and prayers of churches and constituents.

**2. Significant Accounting Policies**

**Basis of Presentation**

These financial statements have been prepared in accordance with the Canadian accounting standards for not-for-profit organizations (ASNPO).

The financial statements include the assets, liabilities and fund balances which are controlled and administered directly by the board of directors of the Evangelical Missionary Church of Canada. These financial statements exclude any assets located on the various mission fields, such as cash and capital equipment, and liabilities arising from the direct mission field operations.

**Other Controlled Entities**

The organization has the responsibility to appoint Dissolution Steering Committees for the Evangelical Missionary churches in the event that a local church has decided and voted to close a congregation. A Steering Committee is to serve as a governing body to a congregation during the closure period.

A Restoration Steering Committee may be appointed in the event that the President has determined that the congregation is in violation of EMCC covenants and bylaws. A Steering Committee is to serve as a governing body to a congregation during the restoration period.

**Evangelical Missionary Church of Canada**  
**Notes to Financial Statements**  
**Year ended December 31, 2022**

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As a result of the relationship between EMCC and the Steering Committees, the organization has control over the operations of these congregations.

There are no churches in Steering Committee as of December 31, 2022.

#### Fund Accounting

Fund Accounting is used to ensure the observance of the purposes, limitations, and restrictions on the use of resources made available to the organization, as specified by the donors and the Board. The funds are summarized for accounting purposes as follows:

- The General Fund advances the purposes of the EMCC by investing in the general operations of the EMCC, including administration, services for individual members and corporate member churches and other EMCC approved programs in Canada.
- The Missions Fund advances the purposes of the EMCC by investing in supervised global workers and initiatives of World Partners, the mission arm of EMCC, in Canada and globally.
- The Projects Fund advances the purposes of the EMCC by investing in eligible recipients for ministry advancement. The fund is internally restricted for Forward Initiatives, and aims to advance the vision, development and strategic initiatives of the EMCC National Team. The Projects Fund also includes the capital assets of the organization and any related expenses. Funds internally designated to the Building Development Fund are for providing financial grants to EMCC churches and ministries for capital projects. Also included in the Projects Fund balance are endowment funds externally restricted to provide ministry scholarships.

#### Revenue Recognition

The organization follows the restricted fund method of accounting for contributions. Unrestricted contributions are included as revenue of the General Fund in the year received. Restricted contributions for which a fund has not been established are recorded as revenue in the General Fund in the year in which the related expenses are incurred.

Program contributions are recognized as revenue in the period in which the program has taken place if the amount receivable can be reasonably estimated and collection is reasonably assured. Health and pension benefits collected are recognized as revenue in the period the premium collected relates to. Endowment contributions are recognized as a direct increase to the fund balance in the year received. Interest and other income are recognized as revenue when earned.

**Evangelical Missionary Church of Canada**  
**Notes to Financial Statements**  
**Year ended December 31, 2022**

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#### Contributed Materials and Services

The organization does not record the value of donated materials and services in the financial statements.

#### Property Held

EMCC has title to, but no beneficial interest in, certain constituent property. When it is determined that any constituent organization is not continuing operations, the beneficial ownership of the property will pass to EMCC and be recorded in the Building Development fund to be used for future property development. When beneficial ownership passes, the assets will be recorded as a donation at the estimated fair market value of the land. Purchased assets are recorded at cost.

#### Capital Assets

Capital assets are recorded at cost less accumulated amortization. Amortization is provided using the straight-line method.

#### Financial Instruments

Financial instruments are recorded at fair market value when acquired or issued. In subsequent periods, financial assets with actively traded markets are reported at fair value, with any unrealized gains and losses reported in income. Transaction costs are expensed when incurred. All other financial instruments are reported at amortized cost, and tested for impairment at each reporting date.

#### Cash and Equivalents

The organization considers cash deposited in financial institutions and term deposits with maturities of less than 90 days to be cash and cash equivalents.

#### Allocation of Expenses

The organization assigns costs to three functional areas; General, Missions and Projects. Certain general support expenses which do not pertain specifically to a function are considered administrative and are allocated to the functional areas based on the number of individuals working in each area. Under this method, administration was allocated as follows:

	2022	2021
General	93%	99%
Missions	0%	0%
Projects	7%	1%

**Evangelical Missionary Church of Canada**  
**Notes to Financial Statements**  
**Year ended December 31, 2022**

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**Foreign Currency Translation**

Accounts in foreign currencies have been translated into Canadian dollars using the temporal method. Under this method, monetary assets and liabilities have been translated at the year end exchange rate and non-monetary assets have been translated at the rate of exchange prevailing at the date of transaction. Foreign exchange gains and losses, if any, on monetary assets and liabilities are included in the determination of earnings.

**Measurement Uncertainty**

Certain amounts in the financial statements are subject to measurement uncertainty and are based on the organization's best information and judgement. Actual results could differ from these estimates.

Examples of significant estimates include:

- The estimated fair value of the redemption note;
- The estimated useful lives of assets;
- The estimated allowance for doubtful accounts;
- The estimated accrued expenses.

**3. Cash and Cash Equivalents**

At December 31, 2022, the organization had cash deposited in two financial institutions of \$1,497,820 (2021 - \$1,046,832) in excess of the Canada Deposit Insurance Corporation (CDIC) limits of \$100,000 per institution. The organization does not believe it is exposed to any significant credit risk on these deposits.

The organization has a line of credit with a maximum limit of \$500,000 bearing interest at prime plus 0.5% per annum. This line of credit is secured by a general security agreement over the organization's assets and assignment of the fire insurance. There have been no amounts advanced on this available line of credit as at December 31, 2022.

**Evangelical Missionary Church of Canada**  
**Notes to Financial Statements**  
**Year ended December 31, 2022**

#### 4. Investments

Investments consist of the following:

	2022	2021
Abundance Canada	\$1,400,717	\$1,400,573
Fiera Capital Corporation	3,272,864	2,486,717
Manulife Investment Management	50,025	56,451
Redemption note	347,500	347,500
Provision on unrealized loss on redemption note	(347,500)	(347,500)
	\$4,723,606	\$3,943,741

The investment in Abundance Canada consists of deposits bearing interest at 1.93%.

Manulife investments are primarily in Canadian fixed income and Canadian and global equity securities. The instrument has a guaranteed minimum value on maturity. The effective rate of return was -11.41% (2021 – 13.02%).

The Fiera Capital Corporation portfolio includes investments in Canadian real estate and in global diversified lending (infrastructure, agriculture and real estate) through pooled funds offered by Fiera Capital Corporation. The book value of the Fiera Capital Corporation investment is \$3,481,360 (2021 – \$2,428,782). The annual of return was - 7.28% (prior year, from inception to year end (October to December 2021) was 2.4%).

Included in the investment loss are unrealized losses of \$213,853, which is a result of a market value adjustment at yearend, and is not due to realized capital losses.

The redemption note is zero-interest bearing, and recorded at the redeemable amount. Management has determined that the redemption note is potentially uncollectible based on the lack of liquidity from the holder of the note. As of December 31, 2022, there has been no change in the uncertainty surrounding the collectability of the redemption note. The organization continues to have a provision for the uncollectable amount of \$347,500.

#### 5. Loans Receivable

All loans receivable from EMCC member churches and ministries are due on demand and bear interest at 4.0% - 4.50% with regular payments made monthly. The loans are amortized over periods up to 25 years and are secured by real property. At December 31, 2022, the allowance for doubtful loans was nil (2021 – nil).

**Evangelical Missionary Church of Canada**  
**Notes to Financial Statements**  
**Year ended December 31, 2022**

6. Capital Assets

	2022	2021
Land, at cost	\$1,593,480	\$1,593,480
	<u>\$1,593,480</u>	<u>\$1,593,480</u>

7. Fund Balances

	2022	2021	Change in Fund
The General fund consists of the following:			
Unrestricted			
General	\$117,674	6,586	\$111,088
Internally restricted			
General reserve	481,621	353,099	128,522
Loans and investments	179,158	393,041	(213,883)
Benefit reserve	1,070,243	1,117,525	(47,282)
	<u>1,731,022</u>	<u>1,863,665</u>	<u>(132,643)</u>
	<u>\$1,848,696</u>	<u>\$1,870,251</u>	<u>\$(21,555)</u>

The Missions fund consists of the following:

Internally restricted			
World Partners reserve	\$-	\$241,431	\$(241,431)
Externally restricted			
World Partners	473,611	459,505	14,106
	<u>\$473,611</u>	<u>\$700,936</u>	<u>\$(227,325)</u>

The Projects fund consists of the following:

Internally restricted			
National Ministries	\$8,467	115,258	\$(106,791)
Local Church Ministries	593,426	317,011	276,415
Missions Ministries	230,753	114,494	116,259
Forward Initiatives	990,822	88,195	902,627
Capital Assets	-	216,632	(216,632)
Building Development	4,729,168	3,792,119	937,049
	<u>6,552,636</u>	<u>4,643,709</u>	<u>1,908,927</u>

**Evangelical Missionary Church of Canada**  
**Notes to Financial Statements**  
**Year ended December 31, 2022**

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Externally restricted			
Relief & Development	-	452,097	(452,097)
Global Projects	814,873	371,244	443,629
Immersion Learning	253,448	114,457	138,991
	<u>1,068,321</u>	<u>937,798</u>	<u>130,523</u>
 Endowments	 54,954	 54,954	 -
	<u>\$7,675,911</u>	<u>\$5,636,461</u>	<u>\$1,839,450</u>

#### 8. Interfund Transfers

Interfund transfers during the year have been approved by the Board of Directors.

Amounts due to/from funds are non-interest bearing and have no repayment terms.

#### 9. Canadian Foodgrains Bank

EMCC is a member of the Canadian Foodgrains Bank (CFGB). Through this agency, EMCC is able to develop relief and aid projects consistent with the mandate of the CFGB. Individuals and organizations often donate cash or grain directly to CFGB and designate the donation to EMCC's statements, EMCC has access to cash and grain resources valued at \$220,137 at December 31, 2022. These assets are included in the Projects Fund, under Global Projects. These assets are restricted for use in projects consistent with the objectives and mandate of CFGB and are not available to EMCC for other purposes.

The following is an unaudited summary of the activity within EMCC's CFGB account for the year ended December 31, 2022 with comparative figures for the year 2021, as reported by CFGB:

	2022	2021
Revenue from all sources	\$112,800	\$85,963
Net transfers	(19,000)	(140,251)
Total equity, beginning of year	126,337	180,625
Total equity, end of year	<u>\$220,137</u>	<u>\$126,337</u>

**Evangelical Missionary Church of Canada**  
**Notes to Financial Statements**  
**Year ended December 31, 2022**

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## 10. Benefit Plans

EMCC provides health benefit plans and defined-contribution plans to its employees and employees of its participating constituent churches.

### a) Health Benefit Plans

These plans provide coverage for health, dental, life insurance and long-term disability. Health and dental benefits for participants are through a self-funded private health services plan which is administered by a third-party administrator. At December 31, 2022, the organization has set aside \$1,070,243 to ensure sufficient reserves are available to provide health and dental benefits covered by the plan.

### b) Pension Plans

The pension plan is a defined-contribution plan for Licensed and Ordained pastors under which participating EMCC churches contribute an amount equivalent to 6% of the participant's salary. For all other staff, participating churches contribute an amount equivalent to 3 or 6% of the participant's salary to the Group RRSP. Participating employees are eligible to make voluntary contributions in addition to those paid by EMCC churches.

The total pension expense for the year amounts to \$59,651 (2021 – \$64,987) contributed to the pension plan in respect of employees of EMCC and is included in total staff costs of \$1,428,213 (2021 - \$1,471,261).

## 11. Financial Instruments

The organization's financial instruments consist of cash and cash equivalents, accounts receivable, investments, loans receivable, accounts payable and accrued liabilities, and loans payable. It is management's opinion that the organization is exposed to the following risks in relation to these financial instruments:

Interest rate risk is the risk that the value of a financial instrument might be adversely affected by a change in the interest rates. The organization is exposed to interest rate risk primarily through its investments and loans receivable as outlined in Notes 4 and 5.

Liquidity risk is the risk that the organization will encounter difficulty in meeting a demand for cash, redeeming certain investments or funding obligations as they come due. The organization meets its liquidity requirements by monitoring the cash flow from operations, investment performance and the anticipated cash flows from investing and financing activities. The organization is exposed to liquidity risk through its financial instruments, particularly those with stated maturities beyond 90 days.

**Evangelical Missionary Church of Canada**  
**Notes to Financial Statements**  
**Year ended December 31, 2022**

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Credit risk arises from the potential that a counter party will fail to perform its obligations. The organization is exposed to credit risk in accounts receivable, investments and loans receivable. The organization monitors its credit risk with respect to these amounts on an on-going basis and an allowance for doubtful accounts is established if repayment is unlikely.

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The organization is exposed to market risk through investments as described in Note 4.

The extent of the organization's exposure to the above risks did not change significantly during the year.

#### 12. Constituent Congregation Closure

During the year, a constituent congregation under administration by a steering committee, as described in Note 2, finalized their closure with CRA. At the time, all assets were recorded as a contribution to EMCC at their fair market value. A contribution of \$80,734 consisting of cash was recorded in the Building Development Fund.

#### 13. Comparative Figures

Certain comparative figures have been reclassified to conform to the current year's presentation.



## BACKGROUND FOR MOTIONS & AMENDMENTS

# EMCC Motions Preamble

The special resolutions are presented with the following background information:

1. **Motion EMCC202303** makes the following changes to Section "A" of the Articles of Amalgamation:
  - a. Each Corporate Member (local church) has the right to appoint one lay delegate to meetings of the members rather than the formula of one lay delegate for each 100 members of the congregation or fraction thereof.
    - i. Very few churches send more than one lay delegate to membership meetings at the present time.
    - ii. This simplifies the system for accounting for delegates.
    - iii. Some of our churches are changing their model of governance to one where only the Board are members of the church or there is no formal membership roll at all.
  - b. The categories of Individual Members are brought into line with the terms/categories in our present Credential Policy.
2. **Motion EMCC202304** asks for approval of the revised Articles of Faith.
  - a. The division of Articles of Faith and Articles of Practice that was approved at Assembly 2021 was not appropriately filed so the existing document titled "Appendix #2 Articles of Faith and Articles of Practice is still valid.
  - b. The Theology Commission recommends that we continue to have Articles of Faith as a governing document.
    - i. The revised Articles of Faith as presented now include a preamble, a section on the Gospel and a section on the ordinances (previously in the Articles of Practice but now reworded for better clarity) which strengthens and clarifies the EMCC.
    - ii. After Assembly 2021 the board commissioned the Theology Commission to engage in a revision process on the Articles of Practice. Through their diligent work and based on generally supportive feedback at our Family Chats, the committee determined that a comprehensive rewrite of the Articles of Practice was necessary to ensure its proper function. On further review the committee believes that the proposed Articles of Faith are important as a governing document but the Articles of Practice should no longer be a governing document. Some areas (other than the ordinances) that are mentioned in the Articles of Practice are best put into a manual for Credential Holders. The Table of Contents for this manual will be presented at Assembly 2023 and it will be apparent how the Articles of Practice have informed this manual. It should be noted that this will be an operational manual and not under the jurisdiction of the members or the Board.

- iii. The approval of this motion will result in the removal of Articles of Practice from our governance documentation. This is reflected in the revised Bylaw as well.

- 3. Motion EMCC202305 asks for approval of a revised bylaw to accomplish the following:
  - a. The bylaw changes made in 2021 that were not appropriately filed
    - i. 4.5.3 allows for electronic meetings and electronic voting
    - ii. 6.3.1 Updates the term of the President to reflect present reality
    - iii. 6.4 Adds the position of Vice Moderator
  - b. New changes to our bylaws
    - i. Brings consistency in numbering/formatting
    - ii. Removes the Articles of Practice as a governing document
    - iii. Changes the number of lay delegates for each corporate member (church) to one lay delegate for each church
    - iv. Removes Absentee Voting Section due to the opportunity to conduct electronic meetings and voting
    - v. Changes the term "moderator" to "chair" (6.3)
    - vi. Updates the director requirements (5.1)
    - vii. Brings clarity to the board's authority to remove the President (6.2)
    - viii. Gives the Incumbent President the opportunity to choose whether they will continue to serve in the event they are not re-elected (6.3.1)
- 4. Motion EMCC202306 relates to a change in our Articles of Governance, Section 2.2.2 Member Church Covenant.
  - a. The change better articulates what member churches of the EMCC should subscribe to as a part of the EMCC.
  - b. The Member Policy includes the requirement that Member Churches affirm the Member Church Covenant annually, which includes agreement with our Articles of Faith.
  - c. Please note that the entire Articles of Governance will be reviewed over the next two years and any required revisions will come to Assembly 2025.

Industry  
CanadaIndustrie  
Canada

**Canada Not-for-profit Corporations Act (NFP Act)**  
**Form 4009**  
**Articles of Amalgamation**

**1 - Corporate name of the corporation created by amalgamation**

Evangelical Missionary Church of Canada

**2 - The province or territory in Canada where the registered office is situated**

Ontario

**3 - Minimum and maximum number of directors (for a fixed number, indicate the same number in both boxes)**

Minimum number

7

Maximum number

9

**4 - Statement of the purpose of the corporation**

See Schedule B attached

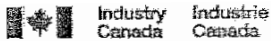
**5 - Restrictions on the activities that the corporation may carry on, if any**

The activities of the Corporation shall be restricted to the charitable purposes and objects described in Schedule "B" attached and to matters consistent with charitable status which are ancillary to those objects and purposes.

**6 - The classes, or regional or other groups, of members that the corporation is authorized to establish**

See Schedule "A" attached

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**Canada Not-for-profit Corporations Act (NFP Act)**  
**Form 4009**  
**Articles of Amalgamation**

**7 - Statement regarding the distribution of property remaining on liquidation**

In the event of dissolution of the Corporation, after payment of all debts and liabilities, remaining assets shall be distributed to one or more recognized charitable organizations in Canada for such religious and charitable purposes as designated by the Members at a meeting called for that purpose.

**8 - Additional provisions, if any**

none

**9 - The amalgamation has been approved pursuant to the following section or subsection of the NFP Act:**

<input checked="" type="radio"/> 206 - Amalgamation approved by special resolution of members	<input type="radio"/> 207(1) - Vertical short-form amalgamation approved by a resolution of the directors	<input type="radio"/> 207(2) - Horizontal short-form amalgamation approved by a resolution of the directors
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**10 - Declaration**

I hereby certify that I am a director or an authorized officer of the following corporation:

Name of the corporations being amalgamated	Corporation Numbers	Print name and sign
Evangelical Missionary Church of Canada	0 8 5 8 6 8 - 4	 JOHN STOKOE
Evangelical Missionary Church, Canada East District	8 1 3 4 8 0 - 4	 JOHN STOKOE
Evangelical Missionary Church, Canada West District	3 2 3 5 7 2 - 6	 JOHN STOKOE

**Note:** A person who makes, or assists in making, a false or misleading statement is guilty of an offence and liable on summary conviction to a fine of not more than \$5,000 or to imprisonment for a term of not more than six months or to both (subsection 262(2) of the NFP Act).

## SCHEDULE "A"

## MEMBERSHIP

The Membership of the Corporation (in this Schedule referred to as "EMCC") shall consist of both Corporate Members and Individual Members.

**Corporate Members**

Corporate Members shall be the local congregations which have met the conditions and requirements for corporate membership which are set forth in the Bylaws of EMCC as they may be amended from time to time. Each Corporate Member shall be entitled to appoint one or more individual delegates or proxies (each of whom is entitled to exercise one vote for and on behalf of that Corporate Member), according to the formula of one lay delegate for each 100 members of that congregation or fraction thereof.

**Individual Members**

Individual members are entitled to one vote per person and shall be those individuals identified in the Bylaws of the EMCC as being individuals who are eligible to attend, and vote at a General Meeting of EMCC, being at present the following:

- ordained and licensed ministers of EMCC
- credentialed missionaries of EMCC
- the members of the Board of Directors of EMCC
- Regional Ministers of EMCC, as those are defined in the Bylaws of EMCC
- Ministry Directors of EMCC, as those are defined in the Bylaws of EMCC
- the President from time to time of Emmanuel Bible College of Kitchener, Ontario
- the President from time to time of Rocky Mountain College of Calgary, Alberta
- a delegate from each auxiliary agency which has been approved by EMCC as an official ministry

The above are subject to change by revision to the Bylaws and by filing an amendment to the provisions of this Schedule accordingly.

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## SCHEDULE "B"

## PURPOSE OF THE CORPORATION

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 credentialing for the Evangelical Missionary Church of Canada;
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, including without limitation, health initiatives, drinking water, shelter, micro-finance, agriculture, immigrant services and food assistance.

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## ARTICLES OF FAITH



**Evangelical Missionary  
Church of Canada**  
Following Jesus Together

## APPENDIX #1: ARTICLES of FAITH

(A Part of EMCC Bylaw #1)

PREAMBLE .....	1
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### PREAMBLE

The Evangelical Missionary Church of Canada is an extended family of churches that stands in agreement with the historic teachings of the Christian faith. Our Articles of Faith, while not exhaustive, seek to clarify what we hold as foundational to Christian doctrine in accordance with the life and teaching of Jesus and the Bible.

### 1. ABOUT THE GOSPEL

- 1.1. The gospel is the announcement that God's kingdom has come in the life, death, and resurrection of Jesus of Nazareth, who is Messiah and Lord of all, in fulfillment of God's work in creation, calling, covenant, and the promises of Scripture. The gospel calls for repentance and faith in our Lord Jesus Christ resulting in salvation and the gift of the Holy Spirit. We participate in Christian community as His disciples as we await His return and the completion of God's redemptive plan.<sup>1</sup>

### 2. ABOUT THE BIBLE

- 2.1. We believe that the Bible, consisting of the 66 books of the Old and New Testaments, is divinely inspired, infallible, entirely trustworthy, and the only final authority in all matters of faith and conduct. The Bible, as originally written under the inspiration and supernatural guidance of the Holy Spirit by human authors, is the Word of God, the supreme source of truth for Christian belief. The Bible reveals who God is, exposes who we are in light of His holiness, proclaims God's

<sup>1</sup> Matthew 4:17; 24:14; Luke 24:38-48; Acts 2:17-40; 15:7-8; Romans 1:1-6; 16-17; 1 Corinthians 15:1-8; 2 Corinthians 9:13; Ephesians 1:13-14; 3-6; Colossians 1:22-23; 2 Timothy 1:9-11; 1 Peter 1:10-13.

merciful salvation and teaches and trains Christ's followers how to grow in relationship with God and others.<sup>2</sup>

### 3. ABOUT GOD

- 3.1. We believe in the one true, living and holy God who is a self-existent, eternal, personal Spirit eternally existent as a trinity of three persons – Father, Son and Holy Spirit. These persons are distinct but inseparable, one in essence, power, and glory. God is the transcendent and immanent Creator, Sustainer and Ruler of all things visible and invisible.<sup>3</sup>
- 3.2. We believe that the Father is eternally the Father of the Son, the author of salvation, and now the Father of all who are born again into new life through faith in Christ.<sup>4</sup>
- 3.3. We believe in Jesus Christ in whom the divine and human natures are inseparably united. He is truly God and truly man, the eternal Son of God in the flesh, conceived by the Holy Spirit and born of the virgin, Mary. He came to reveal the Father, announce the arrival of God's Kingdom with word, miracles and deeds, and to offer Himself up as a sinless atoning sacrifice for the sins of the world. He was physically raised from the dead and then exalted to the right hand of the Father.
- 3.4. In fulfilling the earthly mission of His first coming, Jesus demonstrated a life of victory on our behalf over Satan and sin, provided the only way for people to be rescued from sin, and opened the way to live a holy life as participants in the Kingdom of God. He continues now as the only Mediator between God and humanity. Jesus will, at the Father's appointed time, come again in power and glory.<sup>5</sup>
- 3.5. We believe in the Holy Spirit - who is fully God and, while not to be confused with the Father and Son, remains one with the Father and the Son in being, majesty, and glory. The Holy Spirit convinces of the need of a saving relationship with God and engages every person who trusts and follows Jesus in a life-giving relationship. Through His indwelling presence, the Holy Spirit gives the believer spiritual life, assurance of salvation, understanding and guidance in all truth, and power to live out the Christian life. The Holy Spirit gives all believers the ability to accomplish God's purposes for their lives with spiritual abilities and gifts to use for God's glory and the service of others.

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<sup>2</sup> Ps. 119:105; Matt. 4:4; John 17:17; II Tim. 3:16-17; Heb. 4:12; II Peter 1:20-21

<sup>3</sup> Gen. 1:1-2; Isa.44:6-8; John 1:1-3,14; I Cor. 2:9-12; Col. 1:15-16, 2:9; Heb. 1:3

<sup>4</sup> Gen. 1:1. Ps. 90:2. John 13:3; Eph. 1:2-4; I Pet. 1:2-4

<sup>5</sup> Matt. 1:18-25, 4:17, 23; Luke 23-24; John 1:1-18, 6:37-47, 10:10; 14:6; I Cor.15:3-8; Heb. 4:14-15, 9:14-15; Eph. 4:11-16; 1 Tim. 2:4-6a

#### 4. ABOUT HUMANITY

- 4.1. We believe that God created humankind in His image, male and female, to enjoy a loving relationship with Him and with one another. God specially created humankind as the climax of His creative work on earth and established the family, based on covenant marriage between one man and one woman, as the building block of human community. We believe individual human lives are to be valued from conception, because God loves each one at every stage of life and desires that each one will come to know and love Him.
- 4.2. Through human rebellion against God, we have fallen and have come to be marred by a sinful nature. Humanity, apart from Christ, is now spiritually dead and, unless born again through Christ, cannot see the kingdom of God. We, in our own strength, without divine grace, cannot do good works pleasing and acceptable to God or bring glory to Him as we were designed to do. Through the finished work of Christ and God's grace experienced in the influence and empowering of the Holy Spirit individuals are enabled to exercise their will to accept God's gift and will.
- 4.3. Personal acceptance of Christ's redemptive work results in a restored relationship with God and freedom to fulfill our created purpose through the power of the Holy Spirit.<sup>6</sup>

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<sup>6</sup> Gen. 6:5. John 3:3-7; Rom.3:10,18, 23; Eph. 2:1-3; Titus 2:11-14

## 5. ABOUT SALVATION

- 5.1. We believe that in spite of our rebellion, God still loves all of humanity and has mercifully extended His life-giving grace toward us. Through Jesus' death and resurrection, people who believe in Him are forgiven of sin and declared righteous (justification), are made spiritually alive (regeneration), and are set apart into a never-ending relationship with Him as holy people who are being renewed in the image of God (sanctification).
- 5.2. True belief will be evidenced by heartfelt repentance from and godly sorrow for sin, complete trust (faith) in Jesus Christ as Saviour, and surrender to His will as Lord. Spiritual life will result in spiritual fruit in a life increasingly marked by love for God, fellow believers and the lost.
- 5.3. Salvation is God's gracious gift, to be accepted through faith, through which the believer can be assured of personal salvation which speaks to the past in the forgiveness of sins, to the present of a continuing walk with Christ, and to the future with the promise of resurrection life. Our assurance is in our continuing relationship with Christ by faith. As a result of the saving grace of Christ, the believer can experience a Spirit-filled, Spirit-gifted, and Spirit-led life of victory over sin. In submission to the Spirit the believer's life will show increasing alignment with the Great Commandment and Great Commission of Jesus.<sup>7</sup>

## 6. ABOUT THE CHURCH

- 6.1. We believe that the true Church consists of all people everywhere who have been reborn through personal participation, by faith, in the death and resurrection of Christ, being called out to become part of the body of which Christ is the Head. The Church is visible to the world when believers gather in community and when they are active in serving and blessing others in Jesus' name. The Church is the evidence of God's saving work and a strategic part of God's plan to reflect His grace, proclaim His truth, and extend His care to the world. The people of God have been sent on mission to the world – to love and worship God in a spirit of unity, to teach the Word of God, to celebrate Baptism and Communion, to encourage all people to follow Jesus, and to participate in the ever-growing kingdom of God.<sup>8</sup>
- 6.2. We believe the ordinances instituted by Jesus Christ for all Christians to observe are water baptism and the Lord's Supper. These outward rites are not a means of salvation but are acts of obedience that visibly display to the church and to the world the disciple's participation in the salvation that Jesus has brought.
  - 6.2.1. We believe baptism, preferably by immersion, is the outward sign of a disciple's union by faith in the death and resurrection of Jesus. Baptism is

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<sup>7</sup> Matt. 10:22; 22:37-40; 28:18-20; John 3:16-21; 15:4; Acts 2:22-42; Rom. 5:1-2, 6:11,19-23; II Cor. 5:14-6:2; Eph. 2:8-10

<sup>8</sup> Matt. 16:18; Eph. 1:22-23, 2:19-22, 3:8-11, 14-21; 4:1-16; Col. 1:18-23

a disciple's public confession of this spiritual reality.

Being baptized is an act of obedience upon a disciple's confession of faith and allegiance to Jesus Christ as an outward sign or evidence of being born again.<sup>9</sup>

- 6.2.2. We believe the Lord's Supper to be a memorial of Christ's death, celebrating the new covenant He has brought about by His death and the new life we have received by His resurrection from the dead. The Lord's Supper, instituted by Christ on the night of His betrayal, reframes the Passover meal around Himself. This ordinance is a reminder of our calling as disciples to live as His community, shaped around the life, teaching, kingdom and way of Jesus and promise of His return.<sup>10</sup>

## 7. ABOUT THINGS TO COME

- 7.1. We believe that God intervenes in the affairs of this world. At the time of God's choosing, Jesus will bodily return to the earth in power and glory to judge and rule the world, as God's Kingdom is fully and forever established.
- 7.2. We believe the promise of Scripture that God will create a new heaven and a new earth which will be the eternal dwelling place of those who have been made righteous in Christ.
- 7.3. We believe in the bodily resurrection of all humanity to stand before God for final judgment. Those who have not accepted His life-giving grace will be raised to experience eternal punishment being separated from God and all that is good. Those who have trusted in Christ will be raised to live eternally in God's presence and receive the promised reward.<sup>11</sup>

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<sup>9</sup> Matt. 28:18-20; Romans 6:1-11

<sup>10</sup> Luke 22:14-20; I Corinthians 11:17-34

<sup>11</sup> Matt. 16:27; 25:31-46; John 5:24-29. 14:1-6; Acts 17:31; Rev. 20:11-15; 21:1-9



# APPENDIX #1: ARTICLES of FAITH and PRACTICE

## (A Part of EMCC Bylaw #1)

### ARTICLES OF FAITH FP-1

#### FP-1.1. ABOUT THE BIBLE

We believe that the Bible, consisting of the 66 books of the Old and New Testaments, is divinely inspired, infallible, entirely trustworthy, and the only final authority in all matters of faith and conduct. The Bible, as originally written under the inspiration and supernatural guidance of the Holy Spirit by human authors, is the Word of God, the supreme source of truth for Christian belief. The Bible reveals who God is, exposes who we are in light of His holiness, proclaims God's merciful salvation and teaches and trains Christ's followers how to grow in relationship with God and others.

Psalm 119:105; Matthew 4:4; John 17:17; II Timothy 3:16-17; Hebrews 4:12; II Peter 1:20-21

#### FP-1.2. ABOUT GOD

We believe in the one true, living and holy God who is a self-existent, eternal, personal Spirit eternally existent as a trinity of three persons – Father, Son and Holy Spirit. These persons are distinct but inseparable, one in essence, power, and glory. God is the transcendent and immanent Creator, Sustainer and Ruler of all things visible and invisible.

Genesis 1:1-2; Isaiah 44:6-8; John 1:1-3,14; I Corinthians 2:9-12; Colossians 1:15-16, 2:9; Hebrews 1:3

We believe that the Father is eternally the Father of the Son, the author of salvation, and now the Father of all who are born again into new life through faith in Christ.

Gen. 1:1. Ps. 90:2. John 13:3; Eph. 1:2-4; I Pet. 1:2-4.

We believe in Jesus Christ in whom the divine and human natures are inseparably united. He is truly God and truly man, the eternal Son of God in the flesh, conceived by the Holy Spirit and born of the virgin, Mary. He came to reveal the Father, announce the arrival of God's Kingdom with word, miracles and deeds, and to offer Himself up as a sinless atoning sacrifice for the sins of the world. He was physically raised from the dead and then exalted to the right hand of the Father.

In fulfilling the earthly mission of His first coming, Jesus demonstrated a life of victory on our behalf over Satan and sin, provided the only way for people to be rescued from sin, and opened the way to live a holy life as participants in the Kingdom of God. He continues now as the only Mediator between God and humanity. Jesus will, at the Father's appointed time, come again in power and glory.

Matthew 1:18-25, 4:17, 23; Luke 23-24; John 1:1-18, 6:37-47, 10:10; 14:6; I Corinthians 15:3-8; Hebrews 4:14-15, 9:14-15; Ephesians 4:11-16; 1 Timothy 2:4-6a.

We believe in the Holy Spirit - who is fully God and, while not to be confused with the Father and Son, remains one with the Father and the Son in being, majesty, and glory. The Holy Spirit convinces of the need of a saving relationship with God and engages every person who trusts and follows Jesus in a life-giving relationship.

Through His indwelling presence the Holy Spirit gives the believer spiritual life, assurance of salvation, understanding and guidance in all truth, and power to live out the Christian life. The Holy Spirit gives all believers the ability to accomplish God's purposes for their lives with spiritual abilities and gifts to use for

God's glory and the service of others.

John 1: 12,13; 3:5-8, 16:7-14; Romans 8:5-17, 26-27; I Corinthians 2:10-12, 12:4-11; Ephesians 3:16-21; Galatians 5:22-25; Ephesians 6:10-18

### **FP-1.3. ABOUT HUMANITY**

We believe that God created humankind in His image, male and female, to enjoy a loving relationship with Him and with one another. God specially created humankind as the climax of His creative work on earth and established the family, based on covenant marriage between one man and one woman, as the building block of human community. We believe individual human lives are to be valued from conception, because God loves each one at every stage of life and desires that each one will come to know and love Him. Through human rebellion against God we have fallen and have come to be marred by a sinful nature. Humanity, apart from Christ, is now spiritually dead and, unless born again through Christ, cannot see the kingdom of God. We, in our own strength, without divine grace, cannot do good works pleasing and acceptable to God or bring glory to Him as we were designed to do. Through the finished work of Christ and God's grace experienced in the influence and empowering of the Holy Spirit individuals are enabled to exercise their will to accept God's gift and will.

Personal acceptance of Christ's redemptive work results in a restored relationship with God and freedom to fulfill our created purpose through the power of the Holy Spirit.

Gen. 6:5. John 3:3-7; Rom.3:10,18, 23; Eph. 2:1-3; Titus 2:11-14.

### **FP-1.4. ABOUT SALVATION**

We believe that in spite of our rebellion, God still loves all of humanity and has mercifully extended His life-giving grace toward us. Through Jesus' death and resurrection, people who believe in Him are forgiven of sin and declared righteous (justification), are made spiritually alive (regeneration), and are set apart into a never-ending relationship with Him as holy people who are being renewed in the image of God (sanctification).

True belief will be evidenced by heartfelt repentance from and godly sorrow for sin, complete trust (faith) in Jesus Christ as Saviour, and surrender to His will as Lord. Spiritual life will result in spiritual fruit in a life increasingly marked by love for God, fellow believers and the lost.

Salvation is God's gracious gift, to be accepted through faith, through which the believer can be assured of personal salvation which speaks to the past in the forgiveness of sins, to the present of a continuing walk with Christ, and to the future with the promise of resurrection life. Our assurance is in our continuing relationship with Christ by faith. As a result of the saving grace of Christ, the believer can experience a Spirit-filled, Spirit-gifted, and Spirit-led life of victory over sin. In submission to the Spirit the believer's life will show increasing alignment with the Great Commandment and Great Commission of Jesus.

Matt 10:22; 22:37-40; 28:18-20; John 3:16-21; 15:4; Acts 2:22-42; Romans 5:1-2, 6:11,19-23; II Corinthians 5:14-6:2; Ephesians 2:8-10

### **FP-1.5. ABOUT THE CHURCH**

We believe that the true Church consists of all people everywhere who have been reborn through personal participation, by faith, in the death and resurrection of Christ, being called out to become part of the body of which Christ is the Head. The Church is visible to the world when believers gather in community and when they are active in serving and blessing others in Jesus' name. The Church is the evidence of God's saving work and a strategic part of God's plan to reflect His grace, proclaim His truth, and extend His care to the world. The people of God have been sent on mission to the world – to love and worship God in a spirit of unity, to teach the Word of God, to celebrate Baptism and Communion, to encourage all people to follow Jesus, and to participate in the ever-growing kingdom of God.

Matthew 16:18; Ephesians 1:22-23, 2:19-22, 3:8-1, 14-21; 4:1-16; Colossians 1:18-23

### FP-1.6. ABOUT THINGS TO COME

We believe that God intervenes in the affairs of this world. At the time of God's choosing, Jesus will bodily return to the earth in power and glory to judge and rule the world, as God's Kingdom is fully and forever established.

We believe the promise of Scripture that God will create a new heaven and a new earth which will be the eternal dwelling place of those who have been made righteous in Christ.

We believe in the bodily resurrection of all humanity to stand before God for final judgment. Those who have not accepted His life-giving grace will be raised to experience eternal punishment being separated from God and all that is good. Those who have trusted in Christ will be raised to live eternally in God's presence and receive the promised reward.

Matt 16:27; 25:31-46; John 5:24-29. 14:1-6; Acts 17:31; Rev. 20:11-15; 21:1-9.

## ARTICLES OF PRACTICE FP-2

### FP-2.1. Ordinances

The Christian ordinances are two in number, baptism and the Lord's Supper. They are the outward rites appointed by Christ to be administered in each local church, not as means of salvation, but as visible signs and seals of its reality.

#### FP-2.1.1. Baptism

Baptism by water is the symbol of one's union by faith with Christ in death, burial, and resurrection. It constitutes the public confession of these spiritual realities to the world and is the answer of a good conscience toward God<sup>1</sup>. Baptism is administered, preferably by immersion, to those who have been born again by faith in the Lord Jesus Christ and who give evidence of the genuineness of their salvation<sup>2</sup>.

<sup>1</sup> Matt. 28:19; Acts 2:36-41; Rom. 6:3-5. <sup>2</sup> Acts 8:12-13, 34-39.

#### FP-2.1.2. The Lord's Supper

The Lord's Supper was instituted by Christ himself on the night of His betrayal<sup>1</sup>. It is a memorial of Christ's death, a centre of communion and fellowship, a testimony to saving faith, and a visible token of Christ's redemptive covenant. It is observed only by believers and consists in partaking of the consecrated emblems of bread and the fruit of the vine, which symbolize the death of Christ for the remission of our sins and our continual dependence upon Him for life and sustenance until He comes<sup>2</sup>. While the Lord's Supper is open to all true believers, we are strongly exhorted to examine ourselves "and only then eat of the bread and drink of the cup<sup>3</sup>."

<sup>1</sup> Matt. 26:26-30. <sup>2</sup> I Cor 11:26. <sup>3</sup> I Cor. 11:26.

### FP-2.2. Divine Healing

God is able to heal, therefore we ought to pray for the sick<sup>1</sup>. Although healing cannot be demanded of God, it should be sought according to Scriptural instruction. God heals in three ways:

- 1) through the natural processes of the human body which may be aided by medical help;
- 2) through the supernatural intervention of God bringing healing to the body; and
- 3) through the death and resurrection of the body to a glorified state.

<sup>1</sup> Matt. 12:15,22; James 5:13-16.

### **FP-2.3. The Lord's Day**

The Lord's Day<sup>1</sup>, which commemorates the resurrection, is for private and public worship and for rest from unnecessary work. It should be devoted to spiritual development, Christian fellowship, and service<sup>2</sup>. It is essential to the permanence and growth of the Christian church and important to the welfare of society.

<sup>1</sup> Matt. 28:1; I Cor. 16:2. <sup>2</sup> Isa. 58:13-14; Heb. 10:25.

### **FP-2.4. Christian Stewardship**

In recognition of God's ownership of all<sup>1</sup> things believers should practice systematic and proportionate giving, adopting the tithe as a minimum expression of their stewardship<sup>2</sup>. They should regard Christian liberality as a privilege and sacred duty, and freely give of their substance for the spread of the Gospel at home and abroad, for the maintenance of the local church, and for the support of the agencies and enterprises of the denomination.

Believers should also dedicate themselves, their time, talents, and substance to God and to the advancement of His kingdom. Christians are encouraged to spend time in Bible study, prayer, and in sharing the gospel<sup>3</sup>.

<sup>1</sup> Gen. 1:1, 14:18-23. <sup>2</sup> Mal. 3:8,10. <sup>3</sup> II Cor. 5:14-15, 8:9-12, 9:6-8.

### **FP-2.5. Dedication of Children**

God is concerned for the well-being of children<sup>1</sup> who are under the atonement of Christ<sup>2</sup>. We encourage the formal dedication of children in a public service of the church.

<sup>1</sup> I Sam. 1:24-28; Matt. 19:13-15; Luke 2:21-22. <sup>2</sup> Mark 10:13-15; John 3:16-19; Rom. 5:13.

### **FP-2.6. Marriage, Singleness, Family, and Human Sexuality**

As human beings, men and women, we are created in the image of God. God saw that his creation of humankind was very good. As a result we have intrinsic worth and are found to be equally valued by God.

We believe God has established the church as a family of faith in which we are each sons or daughters. It is within this family of faith that we are established, rooted, fulfil our ministry, and find maturity in Christ.

We also believe the family of faith is where the goodness of being either single or married is to be honoured. We recognize that God has created human beings for relationship with him and with each other. God's intention is for people to be blessed through families: both the family of faith and the family into which God has placed us. God created the family to be the cornerstone of social order.

The home is a divinely established institution<sup>1</sup> in which the husband is the head<sup>2</sup> but serves its members by the law of love, and in which husband and wife are to work together to raise their children in the "nurture and admonition of the Lord."<sup>3</sup> Obedience to parents is to be rendered by children in the spirit of mutual respect and love.

Marriage is part of God's design in establishing the family. We believe that marriage is a lifelong covenant between one man and one woman. This heterosexual union<sup>4</sup> is the only

appropriate relationship within which the joy of sexual intimacy is to be expressed. We affirm such marriage as God's design for a lifelong loving relationship, sexual intimacy, and the birth and nurture of children. Christian marriage is intended for those who share a common faith in Christ<sup>5</sup>. Such a marriage is blessed of God.

Since the EMCC believes the Bible defines marriage as being a covenant union of one man and one woman, the EMCC only recognizes covenantal heterosexual unions as marriages. Therefore, ministers are forbidden to perform ceremonies or make any public comment that would give any indication to the contrary.

<sup>1</sup> Gen 2:23-24. <sup>2</sup> Eph 5:22-25, 28; Col 3:18-21. <sup>3</sup> Deut 6:4-9. <sup>4</sup> Gen 2:23-24. Rom 1:26-27. <sup>5</sup> Deut 7:3; II Cor 6:14-17.

## FP-2.7. Divorce

FP-2.7.1. Divorce is viewed in the Scriptures as contrary to God's will<sup>1</sup>. Christians should seek by forbearance and forgiveness to preserve the marriage bond.

<sup>1</sup> Gen. 2:24-25; Mal. 2:15-16; Matt. 5:31-32, 19:3-12; I Cor. 7:10-16.

FP-2.7.2. Persons divorced and remarried who give evidence of being genuinely born again are eligible to be received into membership in the church.

FP-2.7.3. Divorce between members of the church is an occasion of great tragedy. Such conduct brings the teaching and reality of Christian reconciliation under reproach and offenders are to be disciplined.

The church board shall provide counsel and take proper disciplinary action giving consideration to appropriate aspects of local church discipline.

Care should be exercised that such action be as redemptive as possible for all parties involved.

FP-2.7.4. Ministers are to refrain from performing marriage ceremonies where one or both parties are divorced. However ministers are permitted, at their discretion, to solemnize the marriage of a person whose previous marriage partner committed adultery, who is recognized as living a genuine Christian life, and where there is good evidence that a true Christian marriage is intended.

## FP-2.8. Practices and Conduct

Believers are not to be conformed to the view and lifestyle of the world of which they are a part<sup>1</sup>, but, on the contrary, are to function as salt<sup>2</sup> to prevent the spread of moral corruption, and as light to dispel spiritual darkness. High standards should therefore be set for their personal and collective life including the following:

- 1) their disposition and attitudes be characterized by godliness and the fruit of the Spirit which is love, joy, peace, patience, kindness, goodness, faithfulness, gentleness, and self-control<sup>3</sup>;
- 2) their social relationships bear witness to Christ, their entire conduct reflecting the spiritual ideals of Christianity rather than the world; they shall not engage in sexual relations outside the bonds of marriage; shall not marry unbelievers, shall not hold membership in oath-bound secret societies, and shall not compromise Christian principles in partnerships<sup>4</sup>;
- 3) their bodies be treated as temples of the Holy Spirit<sup>5</sup> thus making it inconsistent with both Christian testimony and sound principles of health to compromise their influence and injure their bodies through inappropriate practices or substance abuse<sup>6</sup>.

<sup>1</sup> Rom. 12:1,2. <sup>2</sup> Matt. 5:13. <sup>3</sup> Gal. 5:22-24. <sup>4</sup> II Cor. 6:14-16. <sup>5</sup> I Cor. 3:16,17, 6:19,20. <sup>6</sup> I Cor. 6:12-20.

## FP-2.9. Attitude Toward Civil Government

Civil government is ordained of God<sup>1</sup> for the welfare of society to promote and protect the good and to restrain and punish evil<sup>2</sup>. Therefore, we consider it the duty of Christians to pray for rulers and for those who are in authority over them and to give due loyalty, respect, and obedience to them<sup>3</sup>. Christians are also encouraged to take an active interest in government at all levels. Where the demands of civil law would militate against the supreme law and will of God, Christians should obey God rather than man<sup>4</sup>.

<sup>1</sup> Dan. 4:17. <sup>2</sup> Rom. 13:1-5. <sup>3</sup> I Tim. 2:1-4. <sup>4</sup> Acts 4:13-20, 5:27,28.

## **FP-2.10. Attitude Toward Strife and Military Service**

**FP-2.10.1.** Believers are to love their enemies, do good to them that hate them<sup>1</sup>, overcome evil with good, and, as much as possible, live peaceably with all men<sup>2</sup>. Therefore, it is not fitting for the Christian to promote strife between nations, classes, groups, or individuals.

<sup>1</sup> Matt. 5:43-48. <sup>2</sup> Rom. 12:14-21, 13:1-4.

**FP-2.10.2.** Sincere Christians have conscientious differences as to their understanding of the teaching of the Word of God with reference to their responsibility as Christian citizens to human government both in times of war and times of peace. We are, therefore, to exercise tolerance and understanding, and respect the individual conscience with regard to participation in war.

## **FP-2.11. Oaths**

A Christian's life should be so transparent in its honesty and integrity that his or her word can be fully trusted without swearing on the Bible in judicial situations<sup>1</sup> or taking the Lord's name in vain<sup>2</sup>.

<sup>1</sup> Matt. 5:33-35,37; James 5:12. <sup>2</sup> Ex. 20:7.



## BY - LAWS

**BY-LAW NO. 1**

A By-Law to regulate the affairs of  
**EVANGELICAL MISSIONARY CHURCH OF CANADA**

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IT IS HEREBY ENACTED as By-law #1 of EVANGELICAL MISSIONARY CHURCH OF CANADA (hereinafter called the “Corporation” or “EMCC”) as follows:

1. **SECTION ONE**  
**INTERPRETATION**

1.1. **Definitions**

In this by-law and all other by-laws of the Corporation, unless the context otherwise requires:

- a. **"Act"** means the Canada Not-For-Profit Corporations Act, S.C. 2009, c. 23, including the Regulations made pursuant to the Act, and any statute or regulations that may be substituted, as amended from time to time;
- b. **"Annual General Meeting"** means the regular meeting of the Members to be held annually as described in Section 4.4;
- c. **"Assembly"** means a meeting of the Members where attendance is predominantly physical attendance by individuals (rather than through proxy representation or

Absentee Voting), being either Individual Members or Delegates of Corporate Members;

- d. **"Articles"** means the original or restated Articles of Incorporation or articles of amendment, amalgamation, continuance, reorganization, arrangement or revival of the Corporation;
- e. **"Articles of Faith"** means the Articles of Faith of the Corporation attached to and forming part of these by-laws as Appendix #1;
- f. **"Articles of Governance"** means the Articles of Governance of the Corporation attached to and forming part of these by-laws, as Appendix #2;
- g. **"Board"** means the board of directors of the Corporation and "Director" means a member of the board;
- h. **"by-law"** means this by-law and any other by-law of the Corporation which is, from time to time, in force and effect (as they may be amended from time to time);
- i. **"Chair"** means the chair of the Board;
- j. **"Corporate Member"** shall have the meaning ascribed to that term in the Articles of the Corporation;
- k. **"Delegates"** means the representatives entitled to vote on behalf of Corporate Members at a meeting of members as provided by the Articles of the Corporation;
- l. **"EMCC World Partners"** shall have the meaning ascribed to that term in the Articles of Governance;
- m. **"Individual Member"** shall have the meaning ascribed to that term in the Articles of the Corporation;
- n. **"Officer"** means any of the officers as described in Section 6.1 herein;
- o. **"Ordinary Meeting"** means a meeting of the Members where attendance is expected to be by a limited number of individuals who act by proxy authorization on behalf of the bulk of the Membership, as described in Section 4.6 herein;
- p. **"ordinary resolution"** means a resolution passed by a majority of not less than 50% plus 1 of the votes cast on that resolution;
- q. **"Regulations"** means the regulations made under the Act, as amended, restated or in effect from time to time;
- r. **"Special Meeting"** shall have the meaning ascribed to that term in Section 4.8 herein;
- s. **"Special Business"** has the meaning ascribed to that term in the Act, as is set forth in Section 4.7 herein;

- t. **"special resolution"** means a resolution passed by a majority of not less than two-thirds (2/3) of the votes cast on that resolution.

Save as aforesaid, words and expressions defined in the Act have the same meanings when used herein; and words importing the singular number include the plural and vice versa; words importing gender include the masculine, feminine and neuter genders; and words importing persons include individuals, bodies corporate, trust and unincorporated organizations.

## 1.2. **Headings and Sections**

The headings used throughout the by-laws are inserted for convenience of reference only and are not to be used as an aid in the interpretation of the by-laws. "Section" followed by a number means or refers to the specified section of this by-law.

## 1.3. **Invalidity of any Provision of By-laws**

The invalidity or unenforceability of any provision of the by-laws shall not affect the validity or enforceability of the remaining provisions of the by-laws.

# 2. **SECTION TWO ARTICLES OF FAITH AND ARTICLES OF GOVERNANCE**

## 2.1. **Integrated Articles**

The "Articles of Faith" which are attached hereto as Appendix #1, the "Articles of Governance" which are attached hereto as Appendix #2 are each an integral part of these by-laws. Neither may be amended, supplemented, repealed or replaced except by a special resolution of the Members.

# 3. **SECTION THREE BUSINESS OF THE CORPORATION**

## 3.1. **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 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 determines from time to time.

## 3.2. **Corporate Seal**

The corporate seal shall be in such form as shall be prescribed by the Board 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.

## 3.3. **Financial Year End**

The financial year of the Corporation shall end on December 31 in each year.

### 3.4. Execution of Instruments

Deeds, transfers, assignments, contracts, obligations, certificates, and other instruments may be signed on behalf of the EMCC by any two of the President, the Director of Operations, the Chair, the Secretary or the Treasurer 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. Any signing officer may affix the Corporation's seal to any instrument requiring the same. All contracts, documents or instruments in writing so signed shall be binding upon the Corporation without any further authorization or formality.

### 3.5. Execution of Instruments - Securities

In particular, without limiting and generality of the foregoing, any two of the President, the Director of Operations, the Secretary or the Treasurer, as authorized by the Board, 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.

### 3.6. Execution of Instruments - 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 may from time to time designate by resolution.

### 3.7. 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. Such banking business, or any part thereof, shall be transacted under such agreements, instruments and delegations of powers as the Board may from time to time prescribe or authorize.

### 3.8. Borrowing Powers

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

- a. borrow money upon the credit of the Corporation;
- b. limit or increase the amount to be borrowed;
- c. 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;
- d. pledge or sell such debentures or other securities for such sums and at such prices as may be deemed expedient; and
- e. 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.

### 3.9. **Annual Financial Statements**

The Corporation may, instead of sending copies of the annual financial statements and other documents referred to in subsection 172(1) (Annual Financial Statements) of the Act to the Members, publish a notice to its Members stating that the annual financial statements and documents provided in subsection 172(1) are available at the registered office of the Corporation and any Member may, on request, obtain a copy free of charge at the registered office or by prepaid mail.

### 3.10. **Voting Rights in Other Bodies Corporate**

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, in such manner and by such person(s) as the Board shall from time to time determine.

## 4. **SECTION FOUR MEMBERSHIP AND MEETINGS OF MEMBERS**

### 4.1. **Membership**

The membership of the EMCC consists of both Corporate Members and Individual Members, as those are described and delineated in the Articles of the Corporation. Qualifications and requirements of an Individual Member are as set forth in those Articles. Qualifications and requirements of a Corporate Member are as set forth in the Articles of Governance .

Pursuant to subsection 197(1) (Fundamental Change) of the Act, a special resolution of the Members is required to make any amendments to the Articles or provisions of these By-laws if those amendments affect membership rights and/or conditions described in paragraphs 197(1)(e), (h), (l) or (m) of the Act.

### 4.2. **Membership Transferability**

Membership, whether Corporate or Individual, is not transferable.

#### 4.3. Termination of Membership

Membership in the Corporation is terminated, and the rights of the Member as such cease to exist, when:

- a. an Individual Member dies, resigns, or otherwise ceases to occupy the qualifying position allowing for his or her Membership as described in the Articles;
- b. A Corporate Member has relinquished or withdrawn its Membership in accordance with the Articles of Governance;
- c. the Member's term of membership expires (if and where applicable);
- d. the Member is expelled, or their membership is otherwise terminated, in accordance with provisions in the Articles or these By-laws; or
- e. the Corporation is liquidated and dissolved under the Act.

#### 4.4. Annual General Meeting

An Annual General Meeting shall be held yearly, not later than six (6) months after the end of the Corporation's financial year, and no later than fifteen (15) months after the last such meeting, to consider the following items of business:

- a. consideration of the financial statements and auditor's report;
- b. election of Directors; and
- c. reappointment of the incumbent auditor, or tentative appointment of a replacement auditor (subject to ratification at the General Assembly in the following year) where the incumbent auditor is not able or willing to continue for the following year.

An Ordinary Annual General Meeting shall not consider any resolution or item of business other than the foregoing, but an Annual General Meeting by Assembly may further consider any resolution or item of business which may properly be placed before a General Assembly in accordance with these By-laws and EMCC practice or policy, provided that any business items transacted at an Annual General Meeting additional to those items listed above are considered Special Business, requiring notice as described in 4.7 below.

##### 4.4.1. Calling and Venue of Annual General Meeting

Subject to 4.4, the Annual General Meeting shall:

- a. be conducted or held every two years by Assembly in accordance with the procedures for Assembly described in Section 4.5, and in each alternate year by Ordinary Meeting in accordance with the procedures for an Ordinary Meeting described in Section 4.6;
- b. be held at such time and place within Canada as the Board shall determine;
- c. be convened at the discretion of the Board, in accordance with the foregoing.

#### **4.4.2. Notice of Members Meeting**

Subject to the provisions of Section 4.7 in respect of any Special Business, written notice of the time and place of a Members' meeting shall be sent to each Member entitled to vote at the meeting, by one of the following means:

- a. by telephonic, electronic or other communication facility to each member entitled to vote at the meeting, not less than 21 nor more than 35 days before the day on which the meeting is to be held; provided that if a Member has provided to EMCC a written request that the notice to that Member be given by non-electronic means, then such notice shall thereafter be provided instead as described in paragraph (b) below; or
- b. by mail, courier or personal delivery to each member entitled to vote at the meeting, during a period of 21 to 60 days before the day on which the meeting is to be held.

Pursuant to subsection 197(1) (Fundamental Change) of the Act, a special resolution of the members is required to make any amendment to the by-laws of the Corporation to change the manner of giving notice to members entitled to vote at a meeting of members.

#### **4.5. MEETING BY ASSEMBLY**

##### **4.5.1. Provision of Supplemental Documentation and Proposed Agenda**

Although not an essential part of the formal "notice" of the meeting as required under Section 4.4.2, supplemental written documentation will be provided to Members in preparation for Assembly, containing a proposed agenda, accompanied by whatever supporting material is deemed expedient or advisable by the Board, or as may from time to time may be required by ordinary resolution of the Members. Such documentation will be provided either personally, or by otherwise sending to Members (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 the Assembly. Delivery as aforesaid may be made to Corporate Members for distribution by them among their Delegates.

##### **4.5.2. Venue**

An Assembly may be held in Canada, in a single venue, or at the discretion of the Board, in two or more venues linked in accordance with the provisions of 4.5.3 below describing concurrent linked teleconference meetings. Assembly also may extend over the course of several days, and after being convened with quorum established, unless otherwise directed by the Chair of the meeting, the sessions of the annual meeting interspersed over that period shall all be considered continuations of the one business meeting, with breaks, recesses or other hiatuses as may be thought necessary or desirable.

#### 4.5.3. Mode of Multi-Venue Assembly

An Assembly may be held at two or more concurrent meeting locations linked by communication facilities permitting all persons participating in the meeting at each of the two locations to hear and see the business of the overall meeting and in particular:

- a. to hear each person who is recognized and given the floor by the chairperson of the meeting in accordance with rules of order for the meeting; and
- b. if visual materials or presentations are being reviewed or presented, to see or be able to concurrently view such materials or presentations.

Notwithstanding the foregoing, an Assembly may be held entirely by electronic means at the discretion of the Board and in accordance with the Act. The chairperson of the meeting shall be responsible to ensure the votes are tabulated electronically.

A Member who attends such a meeting in person, by telephone or by two-way audio-visual conference link as aforescribed, is deemed to have consented to the location(s) of the meeting except when he or she attends the meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully held. A Member participating in such a meeting in any of the manners aforescribed shall be considered present at the meeting and at the place of the meeting.

#### 4.5.4. Quorum

A quorum for the transaction of business at any Assembly shall be at least 50 persons present in a manner permitted by by-law 4.5.3, each being an Individual Member entitled to vote thereat, or a Delegate for a Corporate Member, and representing in the aggregate not less than 10% of the outstanding Members of the Corporation (whether Individual Members or Corporate Members) carrying voting rights at the meeting. If a quorum is present at the opening of a meeting of members, the members present may thereafter proceed with the business of the meeting, even if a quorum is not present throughout the meeting.

#### 4.5.5. Voting

As provided in the Articles, each Individual Member is entitled to one (1) vote, and each Corporate Member to one (1) vote per Delegate-with each Corporate Member entitled to one Delegate. Procedures for electing or appointing the Delegate of each Corporate Member shall be governed in accordance with the procedures set forth in the constituting documents of each Corporate Member, or, in the absence of such provisions, by the convention of the Corporate Member. A Member, whether a Corporate Member or an Individual Member, under discipline or suspension by the EMCC cannot be a voting member of an Assembly. .

#### 4.5.6. **Advisors to General Assembly**

The members may extend the privilege of attendance and limited participation (i.e. advisory role only, without motion nor vote) in an Assembly to:

- a. EMCC staff members and officers of the Corporation who are not otherwise qualified as Individual Members;
- b. members of committees appointed at an Assembly;
- c. guests; and
- d. consultants.

#### 4.6. **ORDINARY MEETING**

##### 4.6.1. **Venue**

An Ordinary Meeting shall normally be held at the head office of the EMCC, but it may be held at such other location in Canada as may be specified by the Board. Attendance by Individual Members and by Delegates on behalf of Corporate Members may be either personally or by proxy, but in most cases it is anticipated it will be by proxy.

##### 4.6.2. **Voting**

As provided in the Articles, each Individual Member is entitled to one (1) vote, and each Corporate Member is entitled to one (1) vote. Proxy procedures are described below in Section 4.6.3. It is not necessary for a Corporate Member to appoint a Delegate where it wishes to exercise its votes by proxy at an Ordinary Meeting.

##### 4.6.3. **Proxy**

A Member entitled to vote at an Ordinary Meeting may by means of a proxy appoint a proxy holder and one or more alternate proxy holders, who are not required to themselves be Members but must be members in good standing of a Corporate Member, to attend and act at the said meeting in the manner and to the extent authorized by the proxy and with the authority conferred by the proxy. A proxy is valid only at the meeting in respect of which it is given or any adjournment of that meeting. A Member may revoke a proxy by depositing an instrument or act in writing executed (or, in Quebec, signed by the Member or by their agent or mandatary):

- a. at the registered office of the EMCC no later than the last business day preceding the day of the meeting, or the day of the continuation of that meeting after an adjournment of that meeting, at which the proxy is to be used; or
- b. with the chairperson of the meeting on the day of the meeting or the day of the continuation of that meeting after an adjournment of that meeting.

A proxy holder or an alternate proxy holder has the same rights as the Member by whom they were appointed, including the right to speak at a meeting of Members in respect of any matter, to vote by way of ballot at the meeting, to demand a ballot at the meeting and, except where a proxy holder or an alternate proxy holder has conflicting instructions from more than one Member, to vote at the meeting by way of a show of hands.

#### **4.6.4. Proxy Form**

A form of proxy in compliance with the Act will be provided by EMCC together with the Notice of Meeting of an Ordinary Meeting.

#### **4.6.5. Quorum**

A quorum at any Ordinary Meeting shall be the attendance in person of at least five (5) individuals representing, whether in their capacity as Individual Members or by proxy, at least 5% of the total aggregate votes of Individual Members and Corporate Members.

### **4.7. NOTICE OF SPECIAL BUSINESS**

All business transacted at a Special Meeting, and all business transacted at an Annual General Meeting except those items which are set out in Section 4.4 herein, is special business, and the notice of a meeting at which special business is to be transacted shall state:

- a. the nature of that special business in sufficient detail to permit the Members to form a reasoned judgment in connection with that special business; and
- b. the text of any special resolution to be submitted to the meeting. The text of a special resolution may be amended at the Members' meeting at which it is resolved if the amendments correct manifest errors or are not material.

### **4.8. SPECIAL MEETING**

In addition to Annual General Meetings which are to be held at the intervals and otherwise as described above, a Special Meeting of the Members may be called by a majority of the Board at any time, when in their discretion one or more items of urgent business requires determination or action by the Members prior to the next scheduled General Meeting. Such meeting may, at the discretion of the Board, be either an Assembly or an Ordinary Meeting, to be held at such time and place within Canada, as the Board in its discretion may designate, considering the nature of the business or matters to be considered by the Members. Notice shall be given as required as set out in Section 4.4.2 for a meeting of Members, complying also with the additional requirements for special business as described in Section 4.7.

A Special Meeting may, where the Board considers it feasible and desirable, consider all of the items of business (as set out in Section 4.4 herein) required in that year for its Annual General Meeting, where such business can be properly put before that Special Assembly when it is held.

#### **4.8.1. Objection to a Special Meeting of Members by Ordinary Meeting**

Where a Special Meeting of Members to be held in Ordinary Meeting format has been initiated by the Board, if written objections to holding a such Special Meeting in that fashion are received by

the Board not later than 2 clear days before the date set for the Meeting, from more than five percent (5%) of the aggregate Members (whether Individual Members or Corporate Members), then the Meeting shall not proceed, and the Board shall withdraw the proposed action or resolution, which may be subsequently considered at an Assembly at the discretion of the Board. A suitable form for expression of such formal objection will be made available by EMCC under the direction of the Board, on its website, in connection with any proposed Special Meeting by Ordinary Meeting. Objections in such form shall be validated in a manner the Board establishes provided that objections received from a Corporate Members shall be accompanied by evidence of a resolution of the board of directors of that Corporate Member.

## **GENERAL**

### **4.9. Waiver of Notice**

Notice of any meeting or any irregularity in any meeting or in the notice thereof may be waived by any Member, and 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. Attendance by a Member at a meeting is waiver of notice of that meeting, unless the Member attends the meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.

### **4.10. Members Calling a Members' Meeting**

The Board shall call a Special Meeting of Members in accordance with Section 167 of the Act, on written requisition of Members carrying not less than 5% of the votes that may be cast at the meeting of members sought to be held. If the Directors do not call a meeting within twenty-one (21) days of receiving the requisition, any Member who signed the requisition may call the meeting.

### **4.11. Chairman, Secretary and Scrutineers**

The chairman of any meeting of Members shall be the Chair and, if he or she is unavailable, another Board member appointed by the Board, provided that, if no such Board member is available, the Members who are present and entitled to vote at the meeting shall choose one of their number to chair the meeting. The chairman shall conduct the proceedings at the meeting in all respects and his or her decision in any matter or thing including, but without in any way limiting the generality of the foregoing, any question as to the admission or rejection of a vote, shall be conclusive and binding upon the Members. The secretary of any meeting of the Members shall be the Secretary of the Corporation, or such other person appointed by the chairman. The Board may from time to time appoint, in advance of any meeting of Members, one or more persons to act as scrutineers at such meeting and, in the absence of such appointment, the chairman may appoint one or more persons to act as scrutineers at any meeting of Members. Scrutineers so appointed shall be Members in good standing.

### **4.12. Action by Members**

Except where a special resolution is required pursuant to the Act or these by-laws, at all meetings of Members every question shall be decided by ordinary resolution. In case of an equality of votes, the chairman of the meeting shall not be entitled to a second or casting vote, and the motion or electoral matter shall be considered defeated and recorded accordingly.

#### 4.13. **Show of Hands**

Whenever a vote by show of hands shall have been taken upon a question, unless a ballot thereon is requested or required, a declaration by the chairman as to the outcome of the vote shall be recorded as the decision of the Members on that issue.

#### 4.14. **Ballots**

A ballot requested or required at a meeting of the Members shall be taken in such manner as the chairman shall direct. A request for a ballot may be withdrawn at any time prior to the taking of the ballot.

#### 4.15. **Appointment of Auditor**

The auditor(s) shall be appointed by the Members until the next General Assembly. At least once in every financial year the accounts of the Corporation shall be examined in accordance with generally accepted accounting principles.

### 5. **SECTION FIVE BOARD OF DIRECTORS**

#### 5.1. **Qualifications**

Every Director shall be an Individual Member or a member of a Corporate Member, and shall:

- a. be at least twenty-one (21) years of age;
- b. be a resident of Canada;
- c. not be anyone who has been declared incapable by a court in Canada or in another country;
- d. be a person who is an individual;
- e. not be a person who has the status of a bankrupt; and
- f. not be under discipline or suspension by the Corporation or a Corporate Member.

#### 5.2. **Powers**

The Board 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.

#### 5.3. **Composition**

If the articles provide for a maximum number and a minimum number of directors, unless otherwise provided in the articles, the number of directors of the Corporation shall be determined from time to time by resolution of the Board. At all times, at least two (2) Directors on the Board shall **not** be Officers or employees of the Corporation.

#### 5.4. **Nomination and Election**

Directors shall be elected by the Members from qualified nominees presented by a nominating committee. The nominating committee, as appointed by the Board, shall be at least five (5) persons with two (2) members of the Board as members. The nominating committee shall solicit and consider in good faith all nomination suggestions received from members.

#### 5.5. **Term of Office**

The terms of the elected Directors shall be determined so as to allow for staggered terms, resulting typically in the election of either four (4) or five (5) Directors every two (2) years. The expiry of the term for a Director may be shortened so as to achieve or re-establish staggered terms, and shall be specified accordingly when they are elected.

Subject to shortened terms as aforescribed to achieve staggering, each Director's term shall be four (4) years and shall expire at the second General Assembly after their election.

#### 5.6. **Vacancies on Board**

The Board shall at all times have the authority to fill any vacancies created on the Board, for the period remaining of the term of the director whose departure created the vacancy, provided that if that remaining term extends beyond a meeting of Members, then continuation of the appointment by the Board shall be subject to a ratification vote by the Members at that meeting.

#### 5.7. **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 General Assembly next ensuing after expiry of his/her last term (i.e. after an approximately 2-year hiatus).

#### 5.8. **Removal of Directors**

The Members may by ordinary resolution at a Special Meeting remove any Director or Directors from office.

#### 5.9. **Calling and Notice of Meetings of the Board**

There shall be a minimum of two meetings per year of the Board, at the call of the Chair. A written notice shall state the time and place of meeting and a proposed agenda, accompanied by supporting material, as well as specify any of the following items of business if they are to be considered at the meeting (pursuant to Section 136(3) of the Act):

- a. submission to the Members of any question or matter requiring the approval of Members;
- b. filling a vacancy among the Directors or in the office of public accountant or appointing additional Directors;
- c. issuing debt obligations;

- d. approving any financial statements referred to in Section 172 of the Act;
- e. adopting, amending or repealing by-laws; or
- f. establishing contributions to be made, or dues to be paid, by Members under Section 30 of the Act.

#### 5.9.1. Method of Serving Notice

Notice of a meeting of the Board shall be:

- a. delivered personally to each Director or delivered to such Director's address as shown in the records of the Corporation or to the latest address as shown in the last notice that was sent by the Corporation in accordance with Section 128 (Notice of directors) or 134 (Notice of change of directors) of the Act;
- b. mailed to each Director at such Director's recorded address by prepaid wrapper or letter; or
- c. by sending notice to each Director by telephonic, electronic or other communication facility at such Director's recorded address for the purpose (where provided and authorized by such Director);

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.

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 means of transmitted or recorded communication shall be deemed to have been given when dispatched or delivered to the appropriate communication company or agency or its representative for dispatch.

#### 5.9.2. Recorded Address of Director

The Secretary may change or cause to be changed the recorded address of any Director 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.

#### 5.9.3. Omission of Notice

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.

#### 5.10. Venue

Meetings of the Board may be held in a single venue anywhere in Canada, or at the discretion of the Chair, may be held in two or more venues linked in accordance with the provisions of Section 4.5.3 describing concurrent linked teleconference meetings, *mutatis mutandis*. Alternatively to

the foregoing, the Directors may, on unanimous consent of the Directors, meet by means of any other telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting. A Director so participating in a meeting is deemed for the purposes of this Act to be present at that meeting.

#### **5.11. Quorum**

The quorum for transacting business at any meeting of the Board shall be a majority of the number of the members on the Board, as that number is fixed from time to time in accordance with Section 5.3 herein.

#### **5.12. Action by the Board**

At all meetings of the Board every question shall be decided by a majority of the votes cast on the question. In case of an equality of votes the chairman of the meeting shall not be entitled to a second or casting vote. The powers of the Board may be exercised by resolution passed at a meeting at which a quorum is present or by resolution in writing signed by all the members of the Board who would be entitled to vote on that resolution at a meeting of the Board. Resolutions in writing may be signed in counterparts. All business sessions of the Board shall produce minutes of action taken and reported for approval at its next meeting.

#### **5.13. Committees of the Board**

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

### **6. SECTION SIX OFFICERS**

#### **6.1. Officers**

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

#### **6.2. Removal of Officers**

Officers, including the President, shall serve at the pleasure of the Board. The President's tenure shall be governed by the policies enunciated in the Articles of Governance.

#### **6.3 The President**

The President shall be the chief executive officer of the Corporation and shall be responsible for implementing the strategic plans and policies of the Corporation. The President shall, subject to the authority of the Board, have general supervision of the affairs of the Corporation.

### 6.3.1. Election of the President

The President shall be elected from among the ordained ministers of the EMCC for a four (4) year term, which term shall commence within 45 days of such election. The exact date in which the President's term shall commence shall be specified in the President's contract of service, as confirmed by the Board. For the purpose of clarity, the "four-year term" shall continue until the second General Assembly after the President's installation. The initial election of a President shall require the majority approval of votes cast at a General Assembly, or other such meeting considering the matter, as the case may be. There shall be no term limit for the President, provided that at the expiry of each term an incumbent President shall require approval of the Members by special resolution for re-election to a subsequent term. In the event that an incumbent President standing for re-election does not receive the requisite number of votes, that individual may continue to serve as President until a replacement has been named. Upon such an occurrence, the Board shall, as expeditiously as practical, seek a replacement nominee for President in the manner described in the Articles of Governance and shall submit such nominee to the Members for approval then by ordinary resolution.

### 6.3.2. Vacancy

In case of death, incapacity, resignation, or removal of the President, the Board 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.

## 6.3. Chair

The Chair of the Board shall be appointed by the Board from among its members for a 2-year term at the first meeting of the Board after each General Assembly. The Chair of the Board, when present, shall preside at all meetings of the Board and of the members, and shall have such other duties and powers as the Board may specify. The incumbent shall hold office until a successor is elected or appointed by the Board.

## 6.4. Vice-Chair

The Vice-Chair of the Board shall be appointed from among its members for a 2-year term at the first meeting of the Board after each General Assembly. The Vice-Chair shall preside at all meetings of the Board in the absence of the Chair and have such other duties and powers as the Board may specify. The incumbent shall hold office until a successor is elected or appointed by the Board.

## 6.5. Secretary

The Secretary shall be appointed by the Board from among its members for a 2-year term at the first meeting of the Board after each General Assembly. The Secretary shall attend and be the Secretary of all meetings of the Board, members and committees of the Board, and shall enter or cause to be entered in the Corporation's minute book, minutes of all proceedings at such meetings. In addition, the Secretary shall give, or cause to be given, as and when instructed, notices to members, directors, the public accountant and members of committees, and shall be the custodian of all books, papers, records, documents and other instruments belonging to the Corporation. The incumbent shall hold office until a successor is elected or appointed by the Board.

## 6.6. **Treasurer**

The Treasurer shall be appointed by the Board from among its members for a 2-year term at the first meeting of the Board after each General Assembly. The Treasurer shall have such powers and duties as the Board may specify. The incumbent shall hold office until a successor is elected or appointed by the Board.

7.

## **SECTION 7 PROTECTION OF DIRECTORS AND OFFICERS**

### 7.1. **Indemnity**

Subject to Sections 148 - 150 and 151(3) (duty of directors and officers to act lawfully, in good faith, and with reasonable diligence) of the Act, 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 his or her heirs, executors, and administrators, 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 all costs, charges, expenses and liabilities whatsoever which such director, Officer or other person sustains or incurs in, or about, or as a direct consequence of, 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, excepting such costs, charges, expenses or liabilities as are occasioned by his/her willful personal neglect or default.

### 7.2. **Limitation of Liability**

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 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, provided that such Director or Officer has:

- a. acted honestly and in good faith with a view to the best interests of the Corporation or, if applicable, with a view to the best interests of such other entity for which the individual acted, at the Corporation's request, as director or officer or in a similar capacity; and
- b. in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, had reasonable grounds for believing that their conduct was lawful.

### 7.3. Director Remuneration and Reimbursement

The directors shall not be paid remuneration for their services as such, but shall be entitled to be reimbursed for reasonable travelling and other expenses properly incurred by them in attending meetings of the Board or any committee thereof. Nothing herein contained shall however preclude any director from serving the Corporation in any other capacity and receiving remuneration therefor.

8.

### **SECTION EIGHT REPEAL, AMENDMENTS AND EFFECTIVE DATE**

- 8.1. All previous by-laws of the Corporation are repealed as of the coming into force of this by-law.
- 8.2. Alterations or amendments to this by-law shall require approval by special resolution of the Members if they are “fundamental changes” as those are listed in Section 197(1) of the Act, or if they would change existing provisions which the Articles or the Bylaws stipulate require approval by special resolution or special majority in order to be amended. Otherwise, this by-law may be established, altered, amended or repealed by resolution of the Board, subject to approval (ratification) of the Members, by ordinary resolution, at the next meeting of Members (whether an Assembly or Ordinary Meeting), failing which such an amendment would cease to have effect pursuant to s. 152(4) of the Act.
- 8.3. This by-law shall come into force immediately upon its confirmation by the members by Special Resolution.

MADE by the Board on March 31, 2023.

\_\_\_\_\_  
Moderator

\_\_\_\_\_  
Secretary

CONFIRMED by the Members by Special Resolution on \_\_\_\_\_, 2023.

\_\_\_\_\_  
Secretary

**BY-LAW NO. 1**

A By-Law to regulate the affairs of  
EVANGELICAL MISSIONARY CHURCH OF CANADA

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IT IS HEREBY ENACTED as By-law #1 of EVANGELICAL MISSIONARY CHURCH OF CANADA (hereinafter called the “Corporation” or “EMCC”) as follows:

1. **SECTION ONE**  
**INTERPRETATION**

1.1. **Definitions**

In this by-law and all other by-laws of the Corporation, unless the context otherwise requires:

- a. **“Absentee Voting”** shall have the meaning ascribed to that term in Section 4.09;
- b. **"Act"** means the Canada Not-For-Profit Corporations Act, S.C. 2009, c. 23, including the Regulations made pursuant to the Act, and any statute or regulations that may be substituted, as amended from time to time;
- c. **“Annual General Meeting”** means the regular meeting of the Members to be held annually as described in Section 4.04;
- d. **“Assembly”** means a meeting of the Members where attendance is predominantly physical attendance by individuals (rather than through proxy representation or Absentee Voting), being either Individual Members or Delegates of Corporate Members;
- e. **"Articles"** means the original or restated Articles of Incorporation or articles of amendment, amalgamation, continuance, reorganization, arrangement or revival

- of the Corporation;
- f. **“Articles of Faith and Practice”** means the Articles of Faith and Practice of the Corporation attached to and forming part of these by-laws as Appendix #1;
  - g. **“Articles of Governance”** means the Articles of Governance of the Corporation attached to and forming part of these by-laws, as Appendix #2;
  - h. **“Board”** means the board of directors of the Corporation and **“Director”** means a member of the board;
  - i. **“by-law”** means this by-law and any other by-law of the Corporation which is, from time to time, in force and effect (as they may be amended from time to time);
  - j. **“Corporate Member”** shall have the meaning ascribed to that term in the Articles of the Corporation;
  - k. **“Delegates”** means the representatives entitled to vote on behalf of Corporate Members at a meeting of members as provided by the Articles of the Corporation;
  - l. **“EMCC World Partners”** shall have the meaning ascribed to that term in Gov - 1.6 of the Articles of Governance;
  - m. **“Individual Member”** shall have the meaning ascribed to that term in the Articles of the Corporation;
  - n. **“Officer”** means any of the officers as described in Section 6.01 herein;
  - o. **“Ordinary Meeting”** means a meeting of the Members where attendance is expected to be by a limited number of individuals who act by proxy authorization on behalf of the bulk of the Membership, as described in Section 4.06 herein;
  - p. **“ordinary resolution”** means a resolution passed by a majority of not less than 50% plus 1 of the votes cast on that resolution;
  - q. **“Regulations”** means the regulations made under the Act, as amended, restated or in effect from time to time;
  - r. **“Special Meeting”** shall have the meaning ascribed to that term in Section 4.08 herein;
  - s. **“Special Business”** has the meaning ascribed to that term in the Act, as is set forth in Section 4.07 herein;
  - t. **“special resolution”** means a resolution passed by a majority of not less than two-thirds (2/3) of the votes cast on that resolution.

Save as aforesaid, words and expressions defined in the Act have the same meanings when used herein; and words importing the singular number include the plural and vice versa; words importing gender include the masculine, feminine and neuter genders; and words importing persons include individuals, bodies corporate, trust and unincorporated organizations.

### **1.2. Conflict with the Act**

To the extent of any conflict between the provisions of the by-laws and the provisions of the Act, the provisions of the Act shall govern.

### **1.3. Headings and Sections**

The headings used throughout the by-laws are inserted for convenience of reference only and are not to be used as an aid in the interpretation of the by-laws. "Section" followed by a number means or refers to the specified section of this by-law.

### **1.4. Invalidity of any Provision of By-laws**

The invalidity or unenforceability of any provision of the by-laws shall not affect the validity or enforceability of the remaining provisions of the by-laws.

## **2. SECTION TWO ARTICLES OF FAITH AND PRACTICE and ARTICLES OF GOVERNANCE**

### **2.1. Integrated Articles**

The "Articles of Faith and Practice" which are attached hereto as Appendix #1, and the "Articles of Governance" which are attached hereto as Appendix #2, are each an integral part of these by-laws. Neither may be amended, supplemented, repealed or replaced except by a special resolution of the Members.

## **3. SECTION THREE BUSINESS OF THE CORPORATION**

### **3.1. 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 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 determines from time to time.

### 3.2. **Corporate Seal**

The corporate seal shall be in such form as shall be prescribed by the Board 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.

### 3.3. **Financial Year End**

The financial year of the Corporation shall end on December 31 in each year.

### 3.4. **Execution of Instruments**

Deeds, transfers, assignments, contracts, obligations, certificates, and other instruments may be signed on behalf of the EMCC by any two of the President, the Director of Operations, the Moderator, the Secretary or the Treasurer 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. Any signing officer may affix the Corporation's seal to any instrument requiring the same. All contracts, documents or instruments in writing so signed shall be binding upon the Corporation without any further authorization or formality.

### 3.5. **Execution of Instruments - Securities**

In particular, without limiting and generality of the foregoing, any two of the President, the Director of Operations, the Secretary or the Treasurer, as authorized by the Board, 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.

### 3.6. **Execution of Instruments - 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 may from time to time designate by resolution.

### 3.7. 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. Such banking business, or any part thereof, shall be transacted under such agreements, instruments and delegations of powers as the Board may from time to time prescribe or authorize.

### 3.8. Borrowing Powers

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

- u. borrow money upon the credit of the Corporation;
- v. limit or increase the amount to be borrowed;
- w. 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;
- x. pledge or sell such debentures or other securities for such sums and at such prices as may be deemed expedient; and
- y. 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.

### 3.9. Annual Financial Statements

The Corporation may, instead of sending copies of the annual financial statements and other documents referred to in subsection 172(1) (Annual Financial Statements) of the Act to the Members, publish a notice to its Members stating that the annual financial statements and documents provided in subsection 172(1) are available at the registered office of the Corporation and any Member may, on request, obtain a copy free of charge at the registered office or by prepaid mail.

### 3.10. Voting Rights in Other Bodies Corporate

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, in such manner and by such person(s) as the Board shall from time to time determine.

## 4. SECTION FOUR MEMBERSHIP AND MEETINGS OF MEMBERS

### 4.1. Membership

The membership of the EMCC consists of both Corporate Members and Individual Members, as those are described and delineated in the Articles of the Corporation. Qualifications and requirements of an Individual Member are as set forth in those Articles. Qualifications and requirements of a Corporate Member are as set forth in the Articles of Governance (GOV-2).

Pursuant to subsection 197(1) (Fundamental Change) of the Act, a special resolution of the Members is required to make any amendments to the Articles or provisions of these By-laws if those amendments affect membership rights and/or conditions described in paragraphs 197(1)(e), (h), (l) or (m) of the Act.

### 4.2. Membership Transferability

Membership, whether Corporate or Individual, is not transferable.

### 4.3. Termination of Membership

Membership in the Corporation is terminated, and the rights of the Member as such cease to exist, when:

- z. an Individual Member dies, resigns, or otherwise ceases to occupy the qualifying position allowing for his or her Membership as described in the Articles;
- aa. A Corporate Member has relinquished or withdrawn its Membership in accordance with the Articles of Governance (Gov - 2.9);
- bb. the Member's term of membership expires (if and where applicable);
- cc. the Member is expelled, or their membership is otherwise terminated, in accordance with provisions in the Articles or these By-laws; or
- dd. the Corporation is liquidated and dissolved under the Act.

### 4.4. Annual General Meeting

An Annual General Meeting shall be held yearly, not later than six (6) months after the end of

the Corporation's financial year, and no later than fifteen (15) months after the last such meeting, to consider the following items of business:

- ee. consideration of the financial statements and auditor's report;
- ff. election of Directors; and
- gg. reappointment of the incumbent auditor, or tentative appointment of a replacement auditor (subject to ratification at the General Assembly in the following year) where the incumbent auditor is not able or willing to continue for the following year.

An Ordinary Annual General Meeting shall not consider any resolution or item of business other than the foregoing, but an Annual General Meeting by Assembly may further consider any resolution or item of business which may properly be placed before a General Assembly in accordance with these By-laws and EMCC practice or policy, provided that any business items transacted at an Annual General Meeting additional to those items listed above are considered Special Business, requiring notice as described in 4.07 below.

#### 4.4.1. **Calling and Venue of Annual General Meeting**

Subject to 4.04, the Annual General Meeting shall:

- hh. be conducted or held every two years by Assembly in accordance with the procedures for Assembly described in Section 4.05, and in each alternate year by Ordinary Meeting in accordance with the procedures for an Ordinary Meeting described in Section 4.06;
- ii. be held at such time and place within Canada as the Board shall determine;
- jj. be convened at the discretion of the Board, in accordance with the foregoing.

#### 4.4.2. Notice of Members Meeting

Subject to the provisions of Section 4.07 in respect of any Special Business, written notice of the time and place of a Members' meeting shall be sent to each Member entitled to vote at the meeting, by one of the following means:

- kk. by telephonic, electronic or other communication facility to each member entitled to vote at the meeting, not less than 21 nor more than 35 days before the day on which the meeting is to be held; PROVIDED THAT if a Member has provided to EMCC a written request that the notice to that Member be given by non-electronic means, then such notice shall thereafter be provided instead as described in paragraph (b) below; or
- ll. by mail, courier or personal delivery to each member entitled to vote at the meeting, during a period of 21 to 60 days before the day on which the meeting is to be held.

Pursuant to subsection 197(1) (Fundamental Change) of the Act, a special resolution of the members is required to make any amendment to the by-laws of the Corporation to change the manner of giving notice to members entitled to vote at a meeting of members.

#### 4.5. MEETING BY ASSEMBLY

##### 4.5.1. Provision of Supplemental Documentation and Proposed Agenda

Although not an essential part of the formal "notice" of the meeting as required under Section 4.04.02, supplemental written documentation will be provided to Members in preparation for Assembly, containing a proposed agenda, accompanied by whatever supporting material is deemed expedient or advisable by the Board, or as may from time to time may be required by ordinary resolution of the Members. Such documentation will be provided either personally, or by otherwise sending to Members (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 the Assembly. Delivery as aforesaid may be made to Corporate Members for distribution by them among their Delegates.

#### 4.5.2. **Venue**

An Assembly may be held in Canada, in a single venue, or at the discretion of the Board, in two or more venues linked in accordance with the provisions of 4.05.03 below describing concurrent linked teleconference meetings. Assembly also may extend over the course of several days, and after being convened with quorum established, unless otherwise directed by the Chair of the meeting, the sessions of the annual meeting interspersed over that period shall all be considered continuations of the one business meeting, with breaks, recesses or other hiatuses as may be thought necessary or desirable.

#### 4.5.3. **Mode of Multi-Venue Assembly**

An Assembly may be held at two or more concurrent meeting locations linked by communication facilities permitting all persons participating in the meeting at each of the two locations to hear and see the business of the overall meeting and in particular:

- a. to hear each person who is recognized and given the floor by the chairperson of the meeting in accordance with rules of order for the meeting; and
- b. if visual materials or presentations are being reviewed or presented, to see or be able to concurrently view such materials or presentations.

Without limiting the generality of the foregoing, teleconference or internet video conferencing achieving the foregoing shall be permissible means of holding such a meeting, and both or all of the concurrent linked meetings shall together be considered one amalgamated meeting (including for purpose of notice, quorum and similar technical requirements), conducted as one meeting subject to the rules of order in accordance with the directions of one overall chairperson. Independent scrutineers at each linked venue, as designated by the Board, shall tabulate votes taken at each such venue, and shall report the results to the overall chairperson of the meeting.

A Member who attends such a meeting in person, by telephone or by two-way audio-visual conference link as aforescribed, is deemed to have consented to the location(s) of the meeting except when he or she attends the meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully held. A Member participating in such a meeting in any of the manners aforescribed shall be considered present at the meeting and at the place of the meeting.

#### 4.5.4. **Quorum**

A quorum for the transaction of business at any Assembly shall be at least 50 persons present in person, each being an Individual Member entitled to vote thereat, or a Delegate for a Corporate Member, and representing in the aggregate not less than 10% of the outstanding Members of the Corporation (whether Individual Members or Corporate Members) carrying voting rights at the meeting. If a quorum is present at the opening of a meeting of members, the members present may thereafter proceed with the business of the meeting, even if a quorum is not present throughout the meeting.

#### 4.5.5. **Voting**

As provided in the Articles, each Individual Member is entitled to one (1) vote, and each Corporate Member to one (1) vote per Delegate, and the number of Delegates to which each Corporate Member is entitled is determined according to the formula of one Delegate for each 100 members of the congregation or fraction thereof. Procedures for electing or appointing the Delegate(s) of each Corporate Member shall be governed in accordance with the procedures set forth in the constituting documents of each Corporate Member, or, in the absence of such provisions, by the convention of the Corporate Member. A Member under discipline or not in good standing within the EMCC cannot be a voting Member of an Assembly.

#### 4.5.6. **Advisors to General Assembly**

The members may extend the privilege of attendance and limited participation (i.e. advisory role only, without motion nor vote) in an Assembly to:

- c. EMCC staff members and officers of the Corporation who are not otherwise qualified as Individual Members;
- d. members of committees appointed at an Assembly;
- e. visitors;
- f. consultants; and
- g. official representatives from Missionary Churches of other nations, and from the Evangelical Church of North America.

#### 4.6. ORDINARY MEETING

##### 4.6.1. Venue

An Ordinary Meeting shall normally be held at the head office of the EMCC, but it may be held at such other location in Canada as may be specified by the Board. Attendance by Individual Members and by Delegates on behalf of Corporate Members may be either personally or by proxy, but in most cases it is anticipated it will be by proxy.

##### 4.6.2. Voting

As provided in the Articles, each Individual Member is entitled to one (1) vote, and each Corporate Member is entitled to appoint a number of Delegates or proxies (each with one vote), determined according to the formula of one Delegate or proxy for each 100 members of the congregation or fraction thereof. Proxy procedures are described below in Section 4.06.03. It is not necessary for a Corporate Member to appoint Delegates where it wishes to exercise its votes by proxy at an Ordinary Meeting.

##### 4.6.3. Proxy

A Member entitled to vote at an Ordinary Meeting may by means of a proxy appoint a proxy holder (who may be entitled to multiple votes on behalf of a Corporate Member, where applicable) and one or more alternate proxy holders, who are not required to themselves be Members but must be members in good standing of a Corporate Member, to attend and act at the said meeting in the manner and to the extent authorized by the proxy and with the authority conferred by the proxy. A proxy is valid only at the meeting in respect of which it is given or any adjournment of that meeting. A Member may revoke a proxy by depositing an instrument or act in writing executed (or, in Quebec, signed by the Member or by their agent or mandatary):

- h. at the registered office of the EMCC no later than the last business day preceding the day of the meeting, or the day of the continuation of that meeting after an adjournment of that meeting, at which the proxy is to be used; or
- i. with the chairperson of the meeting on the day of the meeting or the day of the continuation of that meeting after an adjournment of that meeting.

A proxy holder or an alternate proxy holder has the same rights as the Member by whom they were appointed, including the right to speak at a meeting of Members in respect of any matter, to vote by way of ballot at the meeting, to demand a ballot at the meeting and, except where a proxy holder or an alternate proxy holder has conflicting instructions from more than one Member, to vote at the meeting by way of a show of hands.

##### 4.6.4. Proxy Form

A form of proxy in compliance with the Act will be provided by EMCC together with the Notice of Meeting of an Ordinary Meeting.

#### 4.6.5. **Quorum**

A quorum at any Ordinary Meeting shall be the attendance in person of at least five (5) individuals representing, whether in their capacity as Individual Members or by proxy, at least 5% of the total aggregate votes of Individual Members and Corporate Members.

#### 4.7. **NOTICE OF SPECIAL BUSINESS**

All business transacted at a Special Meeting, and all business transacted at an Annual General Meeting except those items which are set out in Section 4.04 herein, is special business, and the notice of a meeting at which special business is to be transacted shall state:

- j. the nature of that special business in sufficient detail to permit the Members to form a reasoned judgment in connection with that special business; and
- k. the text of any special resolution to be submitted to the meeting. The text of a special resolution may be amended at the Members' meeting at which it is resolved if the amendments correct manifest errors or are not material.

#### 4.8. **SPECIAL MEETING**

In addition to Annual General Meetings which are to be held at the intervals and otherwise as described above, a Special Meeting of the Members may be called by a majority of the Board at any time, when in their discretion one or more items of urgent business requires determination or action by the Members prior to the next scheduled General Meeting. Such meeting may, at the discretion of the Board, be either an Assembly or an Ordinary Meeting, to be held at such time and place within Canada, as the Board in its discretion may designate, considering the nature of the business or matters to be considered by the Members. Notice shall be given as required as set out in Section 4.04.02 for a meeting of Members, complying also with the additional requirements for special business as described in Section 4.07.

A Special Meeting may, where the Board considers it feasible and desirable, consider all of the items of business (as set out in Section 4.04 herein) required in that year for its Annual General Meeting, where such business can be properly put before that Special Assembly when it is held.

#### 4.8.1. **Objection to a Special Meeting of Members by Ordinary Meeting**

Where a Special Meeting of Members to be held in Ordinary Meeting format has been initiated by the Board, if written objections to holding a such Special Meeting in that fashion are received by the Board not later than 2 clear days before the date set for the Meeting, from more than five percent (5%) of the aggregate Members (whether Individual Members or Corporate Members), then the Meeting shall not proceed, and the Board shall withdraw the proposed action or resolution, which may be subsequently considered at an Assembly at the discretion of the Board. A suitable form for expression of such formal objection will be made available by EMCC under the direction of the Board, on its website, in connection with any proposed Special Meeting by Ordinary Meeting. Objections in such form shall be validated in similar fashion to validation of Absentee Ballots as outlined in Section 4.09.03 herein, provided that objections received from a Corporate Members shall be accompanied by evidence of a resolution of the board of directors of that Corporate Member.

#### 4.9. **ABSENTEE VOTING PROCEDURE**

Members who are unable to attend a Special Meeting of the Members either in person or by Proxy, may elect to express their vote(s) on matters which are to come before that meeting, by submission of an Absentee Vote, in accordance with the following procedures for submission, collecting, counting and reporting the results of any such votes.

##### 4.9.1. **Absentee Ballot Form**

A suitable form of Absentee Ballot in respect of business to be considered at a Special Meeting, shall be prepared by EMCC under the authority and direction of the Board, which shall indicate clearly and in accordance with any other applicable provisions of these by-laws:

- i. the requested resolution for approval (including clear indication of whether it be a final decision or rather merely advisory to the Board);
- ii. the manner of validating the authenticity of the ballot on behalf of the Member;
- iii. the acceptable manners for delivery of the ballot back to the independent scrutineers who will be appointed to confidentially verify and tabulate the votes (so as to maintain the anonymity of those casting votes); and
- iv. the closing time for the vote before which it must be received by the independent scrutineers to be included as a valid vote at the meeting.

The form of ballot shall either be enclosed with Notice of the Special Meeting delivered to Members, or made available on the EMCC website, which latter shall also disclose in respect of Corporate Members, the number of votes or manner of determining the number of votes which may be expressed by each Corporate Member in its ballot.

#### 4.9.2. **Submission of Ballot**

Once a ballot has been cast and authenticated, it may be provided to the independent scrutineers designated by the Board to receive them, either by sending through the post in a prepaid wrapper or letter, or by email (scanned) attachment.

#### 4.9.3. **Validation of Ballot**

A ballot shall be considered validated if it is cast in accordance with the instructions on the ballot, including authentication, and it is actually received by the independent scrutineers on or before the date of the closing of the vote.

#### 4.9.4. **Tabulation of Ballots**

The independent scrutineers as designated by the Board to receive Absentee Ballots shall tabulate those ballots so received and report the results to the Board.

#### 4.9.5. **Amendments to Procedure**

Pursuant to subsection 197(1) (Fundamental Change) of the Act, a special resolution of the members is required to make any amendment to the by-laws of the Corporation to change this method of Absentee Voting by members not in attendance at a meeting of Members.

### GENERAL

#### 4.10. **Waiver of Notice**

Notice of any meeting or any irregularity in any meeting or in the notice thereof may be waived by any Member, and 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. Attendance by a Member at a meeting is waiver of notice of that meeting, unless the Member attends the meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.

#### **4.11. Members Calling a Members' Meeting**

The Board shall call a Special Meeting of Members in accordance with Section 167 of the Act, on written requisition of Members carrying not less than 5% of the votes that may be cast at the meeting of members sought to be held. If the Directors do not call a meeting within twenty-one (21) days of receiving the requisition, any Member who signed the requisition may call the meeting.

#### **4.12. Chairman, Secretary and Scrutineers**

The chairman of any meeting of Members shall be the Moderator and, if he or she is unavailable, another Board member appointed by the Board, provided that, if no such Board member is available, the Members who are present and entitled to vote at the meeting shall choose one of their number to chair the meeting. The chairman shall conduct the proceedings at the meeting in all respects and his or her decision in any matter or thing including, but without in any way limiting the generality of the foregoing, any question as to the admission or rejection of a vote, shall be conclusive and binding upon the Members. The secretary of any meeting of the Members shall be the Secretary of the Corporation, or such other person appointed by the chairman. The Board may from time to time appoint, in advance of any meeting of Members, one or more persons to act as scrutineers at such meeting and, in the absence of such appointment, the chairman may appoint one or more persons to act as scrutineers at any meeting of Members. Scrutineers so appointed shall be Members in good standing.

#### **4.13. Action by Members**

Except where a special resolution is required pursuant to the Act or these by-laws, at all meetings of Members every question shall be decided by ordinary resolution. In case of an equality of votes, the chairman of the meeting shall not be entitled to a second or casting vote, and the motion or electoral matter shall be considered defeated and recorded accordingly.

#### **4.14. Show of Hands**

Whenever a vote by show of hands shall have been taken upon a question, unless a ballot thereon is requested or required, a declaration by the chairman as to the outcome of the vote shall be recorded as the decision of the Members on that issue.

#### **4.15. Ballots**

A ballot requested or required at a meeting of the Members shall be taken in such manner as the chairman shall direct. A request for a ballot may be withdrawn at any time prior to the taking of the ballot.

#### **4.16. Appointment of Auditor**

The auditor(s) shall be appointed by the Members until the next General Assembly. At least once in every financial year the accounts of the Corporation shall be examined in accordance with

generally accepted accounting principles.

## **5. SECTION FIVE BOARD OF DIRECTORS**

### **5.1. Qualifications**

Every Director shall be a member in good standing of a Corporate Member, and shall:

- a. be at least twenty-one (21) years of age;
- b. be a resident of Canada
- c. not be anyone who has been declared incapable by a court in Canada or in another country;
- d. not be a person who is not an individual; and
- e. not be a person who has the status of a bankrupt.

### **5.2. Powers**

The Board 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.

### **5.3. Composition**

If the articles provide for a maximum number and a minimum number of directors, unless otherwise provided in the articles, the number of directors of the Corporation shall be determined from time to time by resolution of the Board. At all times, at least two (2) Directors on the Board shall **not** be Officers or employees of the Corporation.

### **5.4. Nomination and Election**

Directors shall be elected by the Members from qualified nominees presented by a nominating committee. The nominating committee, as appointed by the Board, shall be at least five (5) persons with two (2) members of the Board as members. The nominating committee shall solicit and consider in good faith all nomination suggestions received from members.

### **5.5. Term of Office**

The terms of the elected Directors shall be determined so as to allow for staggered terms, resulting typically in the election of either four (4) or five (5) Directors every two (2) years. The expiry of the term for a Director may be shortened so as to achieve or re-establish staggered terms, and shall be specified accordingly when they are elected.

Subject to shortened terms as aforescribed to achieve staggering, each Director's term shall be four (4) years and shall expire at the second General Assembly after their election.

#### **5.6. Vacancies on Board**

The Board shall at all times have the authority to fill any vacancies created on the Board, for the period remaining of the term of the director whose departure created the vacancy, provided that if that remaining term extends beyond a meeting of Members, then continuation of the appointment by the Board shall be subject to a ratification vote by the Members at that meeting.

#### **5.7. 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 General Assembly next ensuing after expiry of his/her last term (i.e. after an approximately 2-year hiatus).

#### **5.8. Removal of Directors**

The Members may by ordinary resolution at a Special Meeting remove any Director or Directors from office.

## 5.9. Calling and Notice of Meetings of the Board

There shall be a minimum of two meetings per year of the Board, at the call of the Moderator. A written notice shall state the time and place of meeting and a proposed agenda, accompanied by supporting material, as well as specify any of the following items of business if they are to be considered at the meeting (pursuant to Section 136(3) of the Act):

- f. submission to the Members of any question or matter requiring the approval of Members;
- g. filling a vacancy among the Directors or in the office of public accountant or appointing additional Directors;
- h. issuing debt obligations;
- i. approving any financial statements referred to in Section 172 of the Act;
- j. adopting, amending or repealing by-laws; or
- k. establishing contributions to be made, or dues to be paid, by Members under Section 30 of the Act.

### 5.9.1. Method of Serving Notice

Notice of a meeting of the Board shall be:

- l. delivered personally to each Director or delivered to such Director's address as shown in the records of the Corporation or to the latest address as shown in the last notice that was sent by the Corporation in accordance with Section 128 (Notice of directors) or 134 (Notice of change of directors) of the Act;
- m. mailed to each Director at such Director's recorded address by prepaid wrapper or letter; or
- n. by sending notice to each Director by telephonic, electronic or other communication facility at such Director's recorded address for the purpose (where provided and authorized by such Director);

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.

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 means of transmitted or recorded communication shall be deemed to have been given when dispatched or delivered to the appropriate communication company or agency or its representative for dispatch.

#### 5.9.2. **Recorded Address of Director**

The Secretary may change or cause to be changed the recorded address of any Director 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.

#### 5.9.3. **Omission of Notice**

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.

#### 5.10. **Venue**

Meetings of the Board may be held in a single venue anywhere in Canada, or at the discretion of the Moderator, may be held in two or more venues linked in accordance with the provisions of Section 4.05.03 describing concurrent linked teleconference meetings, *mutatis mutandis*.

Alternatively to the foregoing, the Directors may, on unanimous consent of the Directors, meet by means of any other telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting. A Director so participating in a meeting is deemed for the purposes of this Act to be present at that meeting.

#### 5.11. **Quorum**

The quorum for transacting business at any meeting of the Board shall be a majority of the number of the members on the Board, as that number is fixed from time to time in accordance with Section 5.03 herein.

### 5.12. **Action by the Board**

At all meetings of the Board every question shall be decided by a majority of the votes cast on the question. In case of an equality of votes the chairman of the meeting shall not be entitled to a second or casting vote. The powers of the Board may be exercised by resolution passed at a meeting at which a quorum is present or by resolution in writing signed by all the members of the Board who would be entitled to vote on that resolution at a meeting of the Board. Resolutions in writing may be signed in counterparts. All business sessions of the Board shall produce minutes of action taken and reported for approval at its next meeting.

### 5.13. **Committees of the Board**

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

## 6. **SECTION SIX OFFICERS**

### 6.1. **Officers**

The Officers of EMCC 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 may determine by resolution. An Officer may hold more than one office excepting the President who shall hold only the one office. Every Officer of the Corporation shall be a member in good standing of a Corporate Member.

### 6.2. **Removal of Officers**

Officers other than the President shall serve at the pleasure of the Board. The President's tenure shall be governed by the policies enunciated in the Articles of Governance.

### 6.3. **President**

If appointed, the President shall be the chief executive officer of the Corporation and shall be responsible for implementing the strategic plans and policies of the Corporation. The President shall, subject to the authority of the Board, have general supervision of the affairs of the Corporation.

#### 6.3.1. **Election of the President**

The President shall be 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. The initial election of a President shall require the majority approval of votes cast at a General Assembly other such meeting considering the matter, as the case may be. There shall be no term limit for the President, provided that at the expiry of each term an incumbent President shall require approval of the Members by special resolution for re-election to a subsequent term. 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 shall, as expeditiously as practical, seek a replacement nominee for President in the manner described in the Articles of Governance and shall submit such nominee to the Members for approval then by ordinary resolution.

#### 6.3.2. **Vacancy**

In case of death, incapacity, resignation, or removal of the President, the Board 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.

### 6.4. **Moderator**

The Moderator of the Board shall be appointed by the Board from among its members for a 2-year term at the first meeting of the Board after each General Assembly. The Moderator of the Board, when present, shall preside at all meetings of the Board and of the members, and shall have such other duties and powers as the Board may specify. The incumbent shall hold office until a successor is elected or appointed by the Board.

### 6.5. **Secretary**

The Secretary shall be appointed by the Board from among its members for a 2-year term at the first meeting of the Board after each General Assembly. The Secretary shall attend and be the Secretary of all meetings of the Board, members and committees of the Board, and shall enter or cause to be entered in the Corporation's minute book, minutes of all proceedings at such meetings. In addition, the Secretary shall give, or cause to be given, as and when instructed, notices to members, directors, the public accountant and members of committees, and shall be the custodian of all books, papers, records, documents and other instruments belonging to the Corporation.

#### 6.6. **Treasurer**

The Treasurer shall be appointed by the Board from among its members for a 2-year term at the first meeting of the Board after each General Assembly. The Treasurer shall have such powers and duties as the Board may specify.

### 7.

#### **SECTION 7 PROTECTION OF DIRECTORS AND OFFICERS**

##### 7.1. **Indemnity**

Subject to Sections 148 - 150 and 151(3) (duty of directors and officers to act lawfully, in good faith, and with reasonable diligence) of the Act, 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 his or her heirs, executors, and administrators, 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 all costs, charges, expenses and liabilities whatsoever which such director, Officer or other person sustains or incurs in, or about, or as a direct consequence of, 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, excepting such costs, charges, expenses or liabilities as are occasioned by his/her willful personal neglect or default.

## 7.2. Limitation of Liability

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 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, provided that such Director or Officer has:

- o. acted honestly and in good faith with a view to the best interests of the Corporation or, if applicable, with a view to the best interests of such other entity for which the individual acted, at the Corporation's request, as director or officer or in a similar capacity; and
- p. in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, had reasonable grounds for believing that their conduct was lawful.

## 7.3. Director Remuneration and Reimbursement

The directors shall not be paid remuneration for their services as such, but shall be entitled to be reimbursed for reasonable travelling and other expenses properly incurred by them in attending meetings of the Board or any committee thereof. Nothing herein contained shall however preclude any director from serving the Corporation in any other capacity and receiving remuneration therefor.

8.

**SECTION EIGHT  
REPEAL, AMENDMENTS AND EFFECTIVE DATE**

- 8.1. All previous by-laws of the Corporation are repealed as of the coming into force of this by-law.
- 8.2. Alterations or amendments to this by-law shall require approval by special resolution of the Members if they are “fundamental changes” as those are listed in Section 197(1) of the Act, or if they would change existing provisions which the Articles or the Bylaws stipulate require approval by special resolution or special majority in order to be amended. Otherwise, this by-law may be established, altered, amended or repealed by resolution of the Board, subject to approval (ratification) of the Members, by ordinary resolution, at the next meeting of Members (whether an Assembly or Ordinary Meeting), failing which such an amendment would cease to have effect pursuant to s. 152(4) of the Act.
- 8.3. This by-law shall come into force immediately upon its confirmation by the members by Special Resolution.

MADE by the Board the 4th day of April, 2017.

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President

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Secretary

CONFIRMED by the Members by Special Resolution the 1st day of May, 2017.

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Secretary

## Proposed Amendment to Articles of Governance

Present wording 2.2.2 regarding the Membership-Covenant Agreement with Corporate Members (churches)

"In the membership affirmation, the local church shall subscribe in writing to the following statement:

'We, the duly authorized representatives of (name of local church), apply to become a recognized member of the Evangelical Missionary Church of Canada. It is our intent to participate in the life of this family of churches and to promote its values, advance its purpose and support its projects to the best of our ability. We declare our commitment to maintain fellowship and aid other EMCC churches by making common cause in fulfilling the Great Commission, the Lord being Our Helper. We affirm the Articles of Faith and Practice of the Evangelical Missionary Church of Canada and pledge to conduct the affairs of our local church in accord with the Bylaw and the Articles of Governance. We affirm our commitment to being a healthy, growing, Great Commission church that multiplies disciples, groups and churches. We understand that this statement constitutes a good faith entry into a covenant agreement.'"



# BOARD OF DIRECTORS CANDIDATES

# Nominating Committee 2023 Report

Colin Creighton

**Members:** Deborah Olukoju, Genevieve Epp, Lucas van Boeschoten, Mark Mauleesan, Colin Creighton

The Nominating Committee was appointed by the Board of Directors to bring forward a slate of capable candidates for election to the EMCC Board of Directors at Assembly 2023. Much appreciation goes to each Nominating Committee member for their diligence and attention to the leading of the Holy Spirit as they engaged in this process.

As a committee, we have sought to bring names forward that, when elected, will complement the current Board members with skills and gifts, while aiming to represent the national flavour of the EMCC within the Board. The discerning process for the Nominating Committee began by determining if any current Board members with expiring terms would permit their name to stand for re-election. After we determined those who would be interested in re-election, we reached out to the EMCC constituency, received a list of nominees, prayerfully narrowed that list to those who

would let their name stand for nomination, and, by interview, discerned four candidates from that list to recommend for the 2023 Assembly ballot.

We would like to present the following candidates for election to the Board of Directors at Assembly 2023. Their names appear in alphabetic order with their term length in parentheses. The biographical sketches of the nominees follow the current EMCC Board of Directors chart along with their terms.

1. Isaac Illankeswaran (4) - Ontario
2. Mark Mauleesan (4) - Ontario
3. Melanie Nelson (4) - Alberta
4. Sunday Olukoju (4) - Manitoba

Respectfully submitted,  
Colin Creighton

## CURRENT EMCC BOARD OF DIRECTORS

Scott Clubine (Moderator)	2nd term expires 2023	Ontario
Lillian Whitmore	2nd term expires 2023	British Columbia
Andrew Epp	1st term expires 2025	Ontario
Mark Mauleesan	1st term expires 2023	Ontario
Tracy Minke	1st term expires 2025	Alberta
Jim Hazzard	2nd term expires 2025	Ontario
Colin Creighton	1st term expires 2025	Alberta
Wayne Smele	Term expires 2023	Alberta
Charlie Bowen	2nd term expires 2025	Saskatchewan
Dr. John Cressman (Advisor) - President of EMCC		

## EMCC BOARD OF DIRECTORS NOMINEES

### ISAAC ILLANKESWARAN

Isaac Illankeswaran is a Toronto-born and raised individual who has a great passion for serving his church and community. He is a devout Christian who is actively involved in his lifelong church, Praise Tabernacle, where his father, Rev. Mano Tharmalingam, serves as the minister. Isaac holds multiple leadership positions at the church, including Music Director, Worship Leader, Youth Leader for the High School students and Leader for the Young Adults.

Isaac began his professional career at TD in 2008, where he started as a front-line Customer Experience Associate to fund his university education. After 15 years, he has progressed to a senior leadership position, overseeing large-scale strategic initiatives and special projects that aim to improve TD Canada Trust's customer acquisition and portfolio size while enhancing the brand's reputation in the communities it serves.

Isaac has an undergraduate degree with honours from the University of Toronto and a master's degree from the University of Waterloo.

In addition to his professional and church roles, Isaac is also the Managing Director of Events2Life, a leading event planning company in Toronto that manages over 500 events annually, ranging from weddings, cultural events, and corporate functions.

Isaac's commitment to service extends beyond his professional and church roles. In 2021, he was a key member of the EMCC Presidential Selection Committee, responsible for identifying the next president of the EMCC.

In his free time, Isaac enjoys the outdoors and traveling, calling the beautiful community of Humber Bay Shores his home. He is an avid fan of the Toronto Blue Jays and Raptors and enjoys trying new restaurants and hosting his family and friends. Isaac is also a pianist with over 30 years of experience in classical and jazz piano, having completed his training at the Royal Conservatory of Music. Above all else, Isaac treasures his family and looks for every opportunity to spend quality time with them.

## EMCC BOARD OF DIRECTORS NOMINEES

### MELANIE NELSON

Melanie Nelson grew up on a hobby farm in the Interior of British Columbia. She came to faith as a 'tween and has consistently and enthusiastically volunteered in her community and church. She earned an undergraduate degree in science after high school which launched her into a career in Information Technology in Calgary, Alberta. She is currently a Project Manager and Change Management Professional with more than 25 years of experience helping clients with system and business solutions.

She has led two missions teams (2014, 2015) to Ukraine through HART using ESL teaching to connect and share the gospel. She led a spiritual care team to Micah Global's Triennial in Tagaytay, Philippines in 2018 and a global spiritual care team to the World

Evangelical Alliance's General Assembly in Bogor, Indonesia in 2019.

Melanie has volunteered in different capacities in the church over the course of her life from greeting to accounting to ministering. She has a Master's of Christian Ministry from the Canadian Baptist Theological Seminary and holds a Governance Systems Professional (GSP) designation. She currently serves as Chair of the Board of Governors as well as Pastoral Leader of the singles ministry at Centre Street Church. She serves on the Advisory Board of SEE Global ([seeglobal.net](http://seeglobal.net)). Melanie is passionate about seeing everyone in the body of Christ engaged and empowered using their gifts, talents and abilities in their calling to the glory of God.

## EMCC BOARD OF DIRECTORS NOMINEES

## SUNDAY AKIN OLUKOJU

Born and raised in Nigeria by teacher-politician father and mother, Sunday Akin Olukoju serves with his wife of almost 25 years, Rev. (Dr.) Deborah Olukoju as lead pastors of Immanuel Fellowship of the EMCC. For the last 26 uninterrupted years, Sunday Akin Olukoju has been serving in Immanuel Fellowship in various capacities – not only as a pastor, but as board secretary, facilitator, coach, counsellor, and currently as a board member, as well as member of various committees. In addition to his role as EMCC Enrich resource person, Sunday Akin also served as a member of the Editorial Board of SALT (formerly Issachar Group) of the EMCC. Sunday Akin and his wife Deborah have produced six evangelical movies, of which a particular one has been running via Satellite in South Sudan and beamed to the Arab world.

Sunday Akin Olukoju is a screenplay writer, poet, author, preacher, teacher, father, and coach. He earned his first master's degree in International Law and Diplomacy from the University of Lagos, Nigeria, and his second master's degree from Providence Theological Seminary in Educational Studies (minor in Counselling Psychology). Also,

he earned his first PhD in Public Policy and Administration from Walden University in the US, and second PhD in Theology from Matej Bel University in Slovakia. He is also a tent maker as he tutors for Athabasca University and currently serves as Manitoba Hub Coordinator for a project sponsored by the Public Health Agency of Canada (PHAC). Sunday Akin Olukoju also runs a private fundraising shop, helping small non-profits, based on his professional training and designation as a certified fundraising executive (CFRE). Sunday Olukoju is also very involved in his community of South Winnipeg where he currently serves as the Secretary of the South Winnipeg Community Centre (SWCC). Sunday Akin Olukoju has presented academic papers at various conferences in the US, Canada, Switzerland, Mexico, and Poland.

Sunday Akin Olukoju and his wife Deborah are both ordained by the EMCC, and are blessed with two young men – Israel, who is a graduate of the Buller School of Business at Providence University College and John, who is almost graduating with a first degree from Asper School of Business of the University of Manitoba.

## EMCC BOARD OF DIRECTORS NOMINEES

## MARK RAJU MAULEESAN THEVARAJAH

Mark was born in Sri Lanka, spent some time in Greece and Singapore as a baby, was raised predominantly in Toronto, and educated internationally. Through all this, he earned a medical degree, an MBA, and started a handful of business ventures. He currently operates businesses in the healthcare, education, pharmaceutical, web development, and construction space.

He's an associate member of good standing with the College of Family Physicians of Canada and teaches at the Ivey Business School in London ON on issues like healthcare, disruption, and entrepreneurship. While he doesn't practice medicine, he loves to teach it and is intrigued by the 'business of healthcare.'

Mark married his senior pastor's (Christian Family Worship Center) only daughter, Rebecca Arumainayagam, who is ordained with the EMCC. They are proud parents to

two beautiful children, Caleb and Hailey and a very energetic Golden Retriever, Mya.

God has blessed Mark with a creative mind. A few of his companies stemmed from his passion for creative and graphic arts/design. He's also an avid musician. He trained on the violin and also plays the piano, drums, and guitar at his home church. Other interests include a love for cars and enjoyment of reading.

Growing up in the church, Mark had opportunities to learn about all aspects of church ministry from the front-office administration, to outreach, praise and worship, church building growth and AV ministries. You can usually find Mark tinkering in all areas of his church and contributing in any way he can. Ultimately, Mark's passions lie in whatever the Lord wills for him over his life. When it comes to God's work, he's not picky.



## SECTION 2

# Reports



# Moderator's Report

Scott Clubine

**"And I am sure of this, that he who began a good work in you will bring it to completion at the day of Jesus Christ." (Philippians 1:6)**

Greetings to you all in the name of Jesus Christ and on behalf of the EMCC National Board of Directors. I don't know about you, but I am certainly looking forward to being able to gather in-person for our EMCC Assembly once again. Our modified format in 2021 permitted us to get on with some of our business, and valiant attempts ensured that connection with one another was possible. Still, something special comes when we can gather together. It is my prayer that your time at Assembly 2023 is sweet and meaningful.

Our chosen theme of "Walking the Talk - Growing in Christlike Character" is incredibly timely in my opinion. We've spent considerable effort over the past few years engaged in future-readying behaviours – which I do hope will continue – but I am convinced that much of this will fall flat if we are not open to the ongoing work of the Spirit in our lives, ever increasingly conforming us to the image of Christ. I am excited to see how God will continue to shape us individually and corporately as the EMCC, knowing with full confidence that His character-forming work will be completed in us, in due time and right on time. Might we use the opportunity we have at Assembly 2023 to permit the Spirit of God to continue

growing us in Christlike character.

Included in this report booklet, you will find many helpful and encouraging reports from various sources within the EMCC. I strongly encourage you and your church family to give them prayerful consideration. As you likely know, the EMCC operates on a "governance by policy" model, which requires that we, as a constituency, craft and approve by-laws which order the day-to-day business of our denomination. Our desire as the National Board is to operate with openness, transparency and accountability. This requires that we do some denominational business as we gather together at Assembly. This might not be the most riveting part of your Assembly experience, but I urge you to prepare for and engage in these important discussions. Know that we are greatly appreciative of the EMCC National Staff who provide us with timely reporting so that we can practice the transparency with you that we so desire. We are blessed by an incredible National Staff who serve so diligently and passionately.

As a National Board, we wish to thank our President, John Cressman, for his empowering and engaging leadership over the past two years as we sought to respond

to the Spirit's prompting to prepare for the future Jesus is bringing into being. We appreciate President John's willingness to serve the EMCC in so many ways. We value tremendously his ability to lead out of who he is in Christ Jesus, refusing to posture or try to be someone other than who Christ is creating him to be. This is a powerful example to all of us as we press into this year's theme for Assembly. Thank you, President John!

Over the past two years, the EMCC National Board of Directors has been active on a number of fronts—streamlining our denominational functioning and funding, clarifying our denominational ends, revising our Board Policy Manual, engaging with and empowering the Theology Commission to review and amend any necessary areas of the Articles of Faith and Articles of Practice, and developing a Conversation Facilitation Team to help us create a means to profitably discuss issues of theological and practical concern. In late 2021, we stated our major organizational ends (priorities) and monitoring indicators (goals) for the next four years as follows:

- By Assembly 2025, looking back, we will have prepared the way operationally and organizationally to be future-ready to better serve our current EMCC leaders (pastors, global workers, disciple-making leaders, global partners) and EMCC churches, and opened the door to receive and support future leaders and future expressions of the church.
- By Assembly 2025, looking back, we will have strengthened our reflex toward multiplication: disciples making disciples, leaders developing leaders and churches multiplying new expressions of the church to position us for a future season of harvest.
- By Assembly 2025, looking back, we will have experienced greater levels of collegiality and engagement in our life

together as an EMCC family leading toward greater impact collectively.

- By Assembly 2025, looking back, we will have focused on a handful of timely Christ-like character qualities during this post-pandemic season that will in turn, direct us toward holy living and mutual accountability.

As you read the submitted reports, I trust that you will note with confidence that we are making significant strides in many of these areas, trusting that by His guidance, we will neither rush ahead of nor lag too far behind the Spirit of God. It is truly encouraging to know that we are seeing future-readying, multiplicative, collaborative, and character-building activities within the EMCC. I have experienced the blessing of observing a denominational structure that encourages wide participation in our mission throughout our functioning – thank you to all throughout the EMCC who have contributed to our work over the past two years. You are a great blessing!

In recent months, I am very thankful to the Nominating Committee for their dedicated work in bringing names forward as prospective National Board members. This effort has not gone unnoticed and it is crucial that leaders with wisdom, experience, and gifting are called to be a part of our National Board. While we celebrate the possibility of welcoming prospective National Board members to our team at Assembly 2023, I urge you to prayerfully consider who God might be calling to serve on the National Board in 2025 and beyond. As is always the case at our Assemblies, we will be saying goodbye and thank you to a number of present National Board members. Lillian Whitmore, our governance whiz (8 years), Wayne Smele, a leader within our Personnel Committee (4 years), and I (8 years) will be vacating positions after Assembly 2023. I know that the National Board will miss the

contributions of Lillian and Wayne, as they have been very generous in lending their talents and time to the EMCC and God's Kingdom beyond. To Lillian and Wayne, as well as to all other members of our National Board, please accept my thanksgiving to the Lord for His provision of you to our Board; you have been a great blessing to me! As I prepare to conclude eight years of service to the National Board, I am truly thankful for the ways in which this service has grown me in my faith as I've been witness to the incredible work of God throughout the EMCC, and blessed by the amazing people who make up this unique denomination. Thank you for the blessing of the past eight years!

As I mentioned at the outset, it is my prayer that we enjoy a sweet and meaningful time together. Might there be challenging prompting to engage in character-building behaviours as we together seek to become more Christlike for the sake of the world and for God's glory. Please respectfully review the Assembly Book and join us as we seek God's wisdom and blessing.

Respectfully submitted,  
Rev. Scott Clubine  
EMCC Board Moderator

# Finance Report

Gail Thiessen, Finance Manager

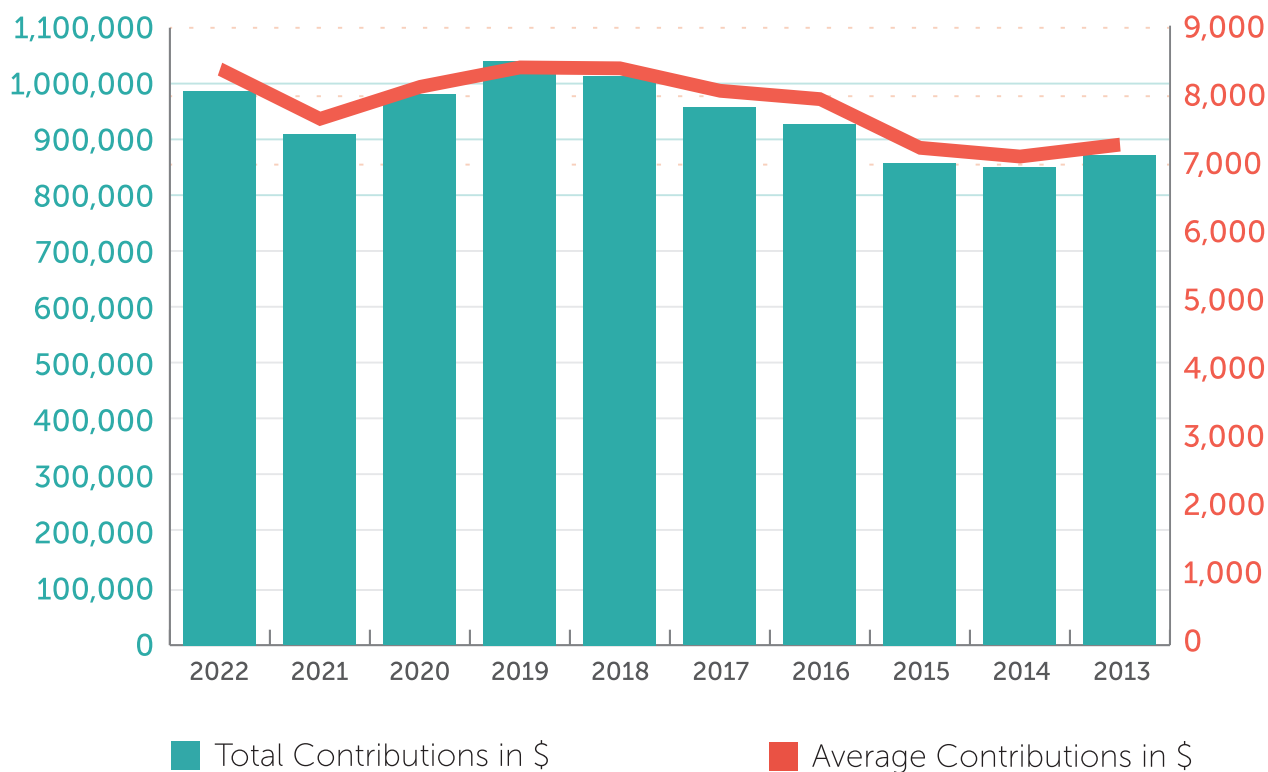
## 2022 FINANCIAL RESULTS

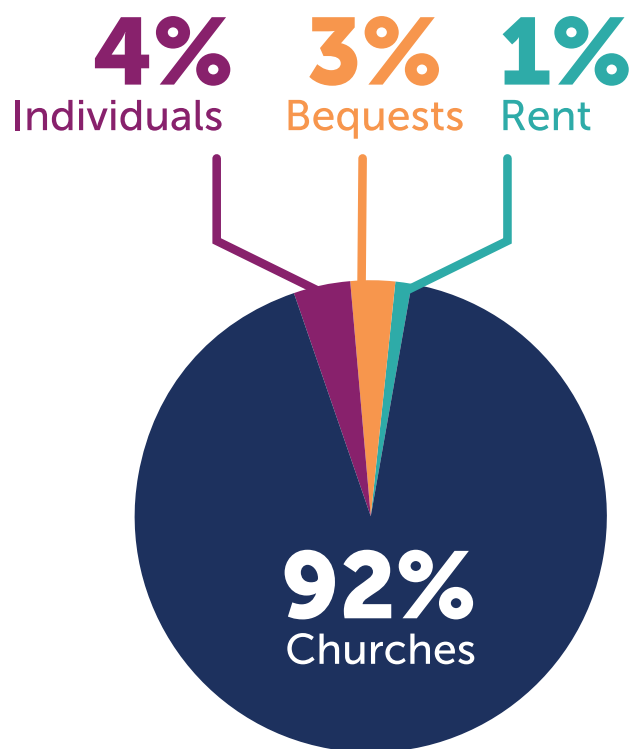
In 2022, total revenue was \$6.8 million compared to \$4.9 million in 2021. The primary reason for the increase in revenue was the result of proceeds from the sale of church buildings from congregations that closed. These additional dollars were then distributed by policy to various other denominational funds to support the ongoing work on EMCC.

Contributions from churches to general operations (Common Cause) have not quite returned to pre-pandemic levels.

Contributions in 2019 and 2018 were \$1.04 million and \$1.01 million, respectively. They dropped to \$981,000 in 2020 and dropped even further in 2021 to \$909,000. There was slight recovery in 2022 to \$987,000.

The following chart shows the total contributions received from churches (left side) as well as the average contributions received, that is the total contributions divided number of member churches (right side). Contributions have remained relatively level (plateaued) between \$850,000 and \$1 million over the past ten years but have consistently not kept up with inflation.



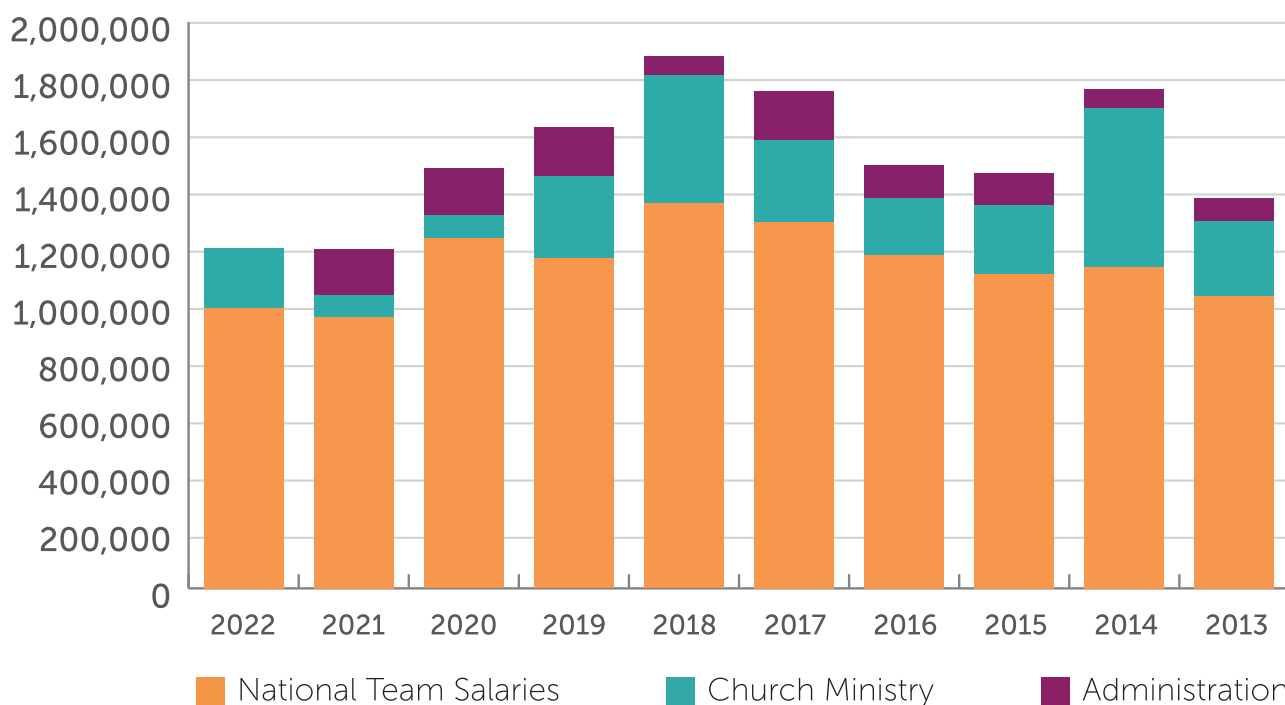


While contributions from churches make up 92% of EMCC's income, there are other sources of income as shown in the chart to the left. Contributions from individuals are 4%, bequests are 3% and rental from EMCC owned properties is 1%.

Not included in this pie chart is interest earned from Investment Income. In past years, EMCC has received income from interest on investments. However, current market conditions have led to a loss (\$121,000) on investments in 2022. Contributing factors include the pandemic and the war between Russia and Ukraine; both domestic and global markets have seen significant down turns.

Operating costs were \$1.2 million in both 2022 and 2021. Because we are primarily a service organization, staffing costs were 76% in 2022 (2021 – 78%) of total general operating expenses and administration was 7% (2021 – 11%). As we come out of the pandemic, ministry expenses have increased to 13% (2021 – 6%) of total general operating expenses.

## NATIONAL TEAM EXPENSES



Over last few years, the National Team has managed expenses carefully without compromising services to our churches. Yet, we have been hampered by limitations. Travel expenses and in-person meetings with pastors and churches (included in Church Ministry) were lower in 2020 and 2021 due to the pandemic. Now that online meetings have become normal, the National Team provides support to churches in a hybrid way, both on-line and in-person. This reality allows the National Team to manage expenses while seeking to provide necessary support.

World Partners, our Missions arm of EMCC, had revenue of \$722,000 in 2022 and \$703,000 in 2021. Expenses were \$606,000 in 2022 and \$754,000 in 2021. EMCC supported ongoing projects in Mexico, Haiti, Brazil and Romania. We also provided short-term support to Ukraine and other projects through the Canadian Foodgrains Bank. In 2022, \$187,000 was sent to various projects and \$207,000 was sent in 2021.

We want take this opportunity to thank our churches and individuals for their giving to the work of EMCC. Together, we are making a difference. Along with your regular contributions to our general fund to cover the operating expenses of our National Team, which includes the operations of World Partners, please consider a one-time designated gift as a church or individual to one of the following funds which have a targeted purpose:

- Leadership Development Fund – provides grants to credential holders and member churches to support ministry preparation, development and initiatives.
- Victim Advocacy Fund – provides counselling grants for victims of abuse.
- Emergency Care Fund – provides

benevolent grants to credential holders in times of crisis and emergency.

- Immersion Learning Fund – provides immersive learning in a variety of mission contexts.
- Forward Initiatives Fund – provides resources to stimulate and support new initiatives.

On behalf of the Finance Team,  
Gail Thiessen

# World Partners Report

Nicole Jones-Qandah, Director of World Partners

I remember sharing in our Assembly Report in 2021 that

“..as EMCC discovers and further explores what it means for us to uniquely demonstrate and share the good news of God’s Kingdom alongside the global church, I am hopeful to continue to build off the stories of mutuality, partnership, and discovery...”

It has been a pleasure over the past two years to listen and learn with you, our churches and leaders, about how you are:

- continuing to listen to the Spirit, and joining His Kingdom work through prayer;
- utilizing the resources around you to connect with your neighborhoods;
- connecting with global workers and partners, for the purpose of building relationship; and
- learning from how the Global Church is contextualizing the good news, as disciple-makers, seeking the common good of their communities.

As the world has opened up in 2022 and into this year, I have found myself connecting in-country with a few of our global partners and global workers. Not only has it been a profound joy, but it has been essential in demonstrating a relationship-first posture through the ministry of presence and clarifying the posture of mutuality, which we would seek to demonstrate with these disciple-making leaders who lead the way as integral development practitioners.

As shared in the Future-Ready edition of EMCC Together Magazine, World Partners continues to respond to both the invitation

and challenge of being future-ready by “... updating systems and structures through listening and consulting with global workers, partners, and EMCC leaders.” I come to this report grateful for the contribution of a variety of leaders who have volunteered their time to particular assignments in our World Partners structure. Thank you to members of the Advisory Council and Member Care Team for your willingness to collaborate and serve together.

World Partners continues to seek to create places of meaningful connection and opportunities for mission mobilization alongside you, our EMCC leaders and churches. Here are some of the ways World Partners would be happy to serve you.

First, sign up for our [mailing list](#), where you will be able to hear stories of how followers of Jesus and friends in the Global South are being obedient to His Spirit in a variety of contexts. We are grateful to have campaigns throughout the year, focusing on reflecting, connecting, praying, and resourcing on matters of international development, refugee engagement, truth and reconciliation, and connecting to global workers and partners. Past campaigns are linked on our media page.

Second, [schedule a consultation](#) with us. We have been grateful to have these with church leadership, elders, mission committees, and volunteers, in-person and online, over the last four years. We want to hear how God is prompting you to participate in mission, and assist in any way that we can. These consultations can range from specific questions related to global workers or partner support/connection, to

# World Partners Services

Assisting your learning, connecting, and mobilizing.

## Engaging in Consultation

Stir up mission curiosity, learn about changes in the Global Mission landscape.



## Assisting Partnerships

Cultivate a fresh sense of partnership with Global Workers near and far.



## Supporting Global Workers and Partners

We resource, assist and care for Global Workers and Partners from our congregations.



## Integrating Development

You can assist the Global Church's capacity to bless in Jesus name.



## Activating Compassion

You can respond to people made vulnerable by injustice, poverty or disaster. You can do something.

larger facilitated conversations around the opportunities for your church to respond, with the resources you have, to how our missional God is moving locally and globally.

Third, [contact us](#) about facilitating an immersion learning experience or exploratory trip, where you can learn with and from our global partners and/or workers in their contexts for the purpose of building relationship and gleaning meaningful insight for the neighbourhood or community you are planted in.

Fourth, [download](#) any number of our World Partners resources from EMCC Enrich. We have resources giving further context to our integral mission approach or our asset-based approach to global projects, to prayer calendars for our network of global workers, to how to strengthen partnerships with the global church/global workers, and more.

Fifth, consider connecting and supporting our workers and partners through our directory of global workers and partners, where you will see individuals, couples, and partners intentionally linked with the EMCC.

Visit our [integral development page](#), where we are seeking to listen to and assist Global Partners, in their goals, as defined by them, in developing disciple-making focus, and addressing their community development needs.

Finally, [contact us](#) for ways you may be prompted to connect or assist those relocating to Canada for economic, socio-political and other reasons. We have been grateful to help our EMCC churches process 18 sponsorship applications (33 people in total) in the past two years. We are excited by how the nations are being represented in our urban and rural communities. What new opportunity does this present for the Canadian church?

May we continue listening, trusting, and obeying Jesus as He invites us in many ways to co-participate with Him, and with the global church. I appreciate your continued reception of the invitation to adaptively participate with Jesus in His mission everywhere.

# Credentialing Report

**Shannon Hamill, Database & Credentialing Administrator**

Since April 2021 the credentialing department has worked with many personnel to update their credentialing status.

We are delighted and grateful to have welcomed 36 newly credentialed personnel – 4 Certified Ministers, 18 Licensed Ministers and 14 Ordained Ministers. We are excited to see how the Lord will work through these willing servants in their place of ministry.

Additionally we assisted 14 personnel through the retirement stage. What a blessing it has been to walk with these individuals as they reflect on their life's journey and see the hand of God through

it all. We wish all those who moved to Retirement these last 2 years God's blessings for this new life adventure!

It is with sadness in our hearts that we report 10 credentialed personnel and 3 spouses of credentialed personnel went to be with the Lord since April 2021. We know their legacy will live on in the lives of those to whom they ministered. And it is with great joy that we remember them and know they are resting in the arms of Jesus.

Shannon Hamill  
Database & Credentialing Administrator  
EMCC

# Newly Credentialed Ministers

April 9, 2022 - March 31, 2023

## Certified Ministers

Adrianna Cote	Corbeil, Ontario
Josh Jacob	Calgary, Alberta
Kim Morrow	Oshawa, Ontario
Kapil Sundaralingam	Pickering, Ontario

## Licensed Ministers

Krista Bennett	Chilliwack, British Columbia
Jakob Bursey	Waterloo, Ontario
Michael Clark	Holden, Alberta
David Dunn	Elmvale, Ontario
Alisha Durksen	Medicine Hat, Alberta
Rosemary Flaaten	Siloam Springs, Arkansas
Edith Green	Calgary, Alberta
Les Harms	Athabasca, Alberta
Faith Ho	Markham, Ontario
Katherine Milum	Calgary, Alberta
Shiloh Nott	Three Hills, Alberta
George Phiri	Ottawa, Ontario
Glenn Runnalls	Medicine Hat, Alberta
Sharon (Shari) Scott	Airdrie, Alberta
Zack Thornton	Paisley, Ontario
Patrick Turvey	Sarnia, Ontario
Vincent Vanderveen	Chestermere, Alberta
Joshua Wilhelm	Mindemoya, Ontario

# Newly Credentialed Ministers

April 9, 2022 - March 31, 2023

## Ordained Ministers

Bradley Broadhead	Oyen, Alberta
Cerena Browne	Kitchener, Ontario
Jordan Cavanaugh	Red Deer, Alberta
Michael Deibert	Medicine Hat, Alberta
John Estabrooks	Calgary, Alberta
Jedediah Gorham	Mattawa, Ontario
James Graham	Whitewood, Saskatchewan
Kevin Hegeman	New Westminster, British Columbia
Tracy Minke	Red Deer, Alberta
James Phaniel	Lethbridge, Alberta
Paul Quantz	Sturgeon County, Alberta
Jamie Reimer	St. Catharines, Ontario
Spencer Smith	Didsbury, Alberta
Taylor Woodburn	Calgary, Alberta

# Newly Retired Ministers

April 9, 2022 - March 31, 2023

Minister	Year entered ministry	Retirement Date	Location
Graham Burkhart	1979	September 12, 2021	New Dundee, Ontario
Mark Chester	1980	January 15, 2022	North Bay, Ontario
Tony Geense	1983	February 2, 2023	Onoway, Alberta
George Grierson	1983	May 31, 2022	Saint Mary's, Ontario
Dan Hoskins	2009	May 27, 2022	Crossfield, Alberta
Mike Hotson	1989	February 7, 2022	Fonthill, Ontario
Richard Kopanke	1981	October 31, 2021	Chilliwack, British Columbia
Claran Martin	1981	August 15, 2021	Hanover, Ontario
Brian Morris	1984	December 31, 2022	Tillsonburg, Ontario
Darcy Neufeld	2001	August 31, 2021	Chestermere, Alberta
Marilyn Rushton	1979	June 5, 2022	Kitchener, Ontario
Murray Swalm	1984	April 21, 2022	Calgary, Alberta
Warren Wiebe	1978	June 30, 2022	Calgary, Alberta
Lorna (Woroniak) Wachal	1993	December 31, 2022	Winnipeg, Manitoba

# Recent Deaths

April 9, 2022 - March 31, 2023

## Credentialed Ministers

Rev. Don Boyd	April 9, 1954 - August 25, 2022
Rev. Art Brown	August 1, 1930 - September 24, 2022
Mr. Raphael Chan	? - December 1, 2022
Rev. Donald Collins	July 12, 1945 - August 12, 2022
Dr. Tom Dow	January 1, 1940 - December 8, 2021
Rev. Harvey Fretz	January 1, 1934 - July 29, 2022
Rev. Tim Harden	November 8, 1951 - June 7, 2022
Rev. Edward Oke	May 7, 1935 - January 3, 2022
Rev. Richard Pahl	January 1, 1942 - January 22, 2023
Rev. Wilson Wiley	March 14, 1937 - June 4, 2021

## Spouses of EMCC Credentialed Ministers

Margaret Good	February 17, 2022
Delores Rahn	January 3, 2023
Oline Wilkinson	January 30, 2022

# Draft Credential Policy Updates

CRED - 2023-001

1. **Retired Ministers**
  - a. Rationale for Change
    - i. Accountability is needed for Marriage registration (Governmental requirement) and reporting activity.
    - ii. There was no required agreement with EMCC Faith, Governance, and Credential Holder Agreement Documents.
    - iii. There have been two Retired Categories in the past.
      1. **Active Retired** – An individual who has a credential, who maintains their right to vote and still has a marriage number yet is not required to report and has no other accountability with the EMCC.
      2. **Inactive Retired** – An individual who has a credential but has no vote or marriage registration number, is not required to report and has no other accountability with the EMCC. This is a credential without any empowerment or authority.
  - b. Explanation of Change
    - i. The present policy will be changed as follows:
      1. **Active Retired** – An individual who has served as a credential holder and is retiring from an EMCC ministry, but still has involvement in an approved EMCC ministry (beyond volunteerism - ie. Transitional ministry, EMCC committees/teams and special assignments, liaison). This individual will maintain their credentials and their right to vote. They will have an active marriage registration number and will be required to report. Those not reporting active ministry will be moved to honorably retired.
      2. **Honorably Retired** – This is a commendation. They can use honorific titles (Pastor, Rev), but will no longer have a formal credential or a marriage registration number, there will be no requirement to report, and will no longer maintain the right to vote.
2. **CM (Certified Minister) moved to PL (Provisional License) Credential – starting May 1, 2023**
  - c. Rationale for Change
    - i. There was a discontinuity on credential and voting membership.
    - ii. Historically we only used to credential pastors of churches with formal BTh or similar educational expectations.

- iii. The Certified Minister (CM) Credential was created for those not having formal education, but would come under the supervision of an LM or OM and be able to minister in churches.
- iv. A CM had a credential, but could not vote at Assembly (not a member), nor could they have a marriage registration number (except in special circumstances). However, our World Partners Global workers had a similar credential and were considered members and allowed to vote.
- b. Explanation of Change
  - i. A decision was made to move those presently credentialed as CM to PL
    - 1. This would give continuity to all credential holders being voting members.
    - 2. This would provide a process moving forward in education and experience leading toward a Licensed Minister status.
  - ii. There will no longer be a CM application and all future applicants will work through the LM Application process.
  - iii. World Partner Missionaries (Global Workers) will also be moved to an LM credential.
  - iv. PL means that the Credential Interview Team will have the ability to put provisions (as it always has done) on the Credential applicant.

3. **Other Ministries Category of Assignment and MOU (Memorandum of Understanding)**

- a. Rationale for Change
  - i. We need some way to bring all of the “other ministries” together to provide accountability for those who hold credentials with EMCC while also recognizing Kingdom benefit.
  - ii. There is a long standing history of current credentialed personnel being called to other churches and partner denominations such as Missionary Church USA and Evangelical Church USA – which we have called Ministers on Loan – meaning that it would be a temporary assignment.
  - iii. This has continued to broaden with challenges to accountability and alignment with EMCC documents including Articles of Faith and Articles of Practice.
- b. Explanation of Change
  - i. Instead of having a number of different categories of ‘other ministries’ we have brought them all under one category with the same requirements.
  - ii. For the most part, this will only apply to those who already hold EMCC credentials and are transitioning out while still wishing to keep their credentials.

- iii. A Memorandum of Understanding (MOU) will be required to be signed by the EMCC credentialed person, the Recognized Agency they are with, and the EMCC. This MOU will be renewed every 3 years. This will include agreeing to EMCC Articles of Faith and Conduct.
- iv. There will be an annual fee for holding credentials with other Ministries (Common Cause covers this with EMCC Churches).
- v. Credential holders will be required to complete an EMCC annual report.

#### 4. **Removal of Inactive Credential Status**

- a. Rationale for Change
  - i. Presently those leaving ministry have 2 years as unassigned and 2 years as inactive before the credential lapses.
  - ii. Inactive status has been a place-holder credential while no longer maintaining a marriage registration number and no right to vote.
- b. Explanation of Change
  - i. The Inactive credential status will be dropped.
  - ii. Only 2 years in unassigned will be allowed before credential lapses.
  - iii. Individuals can re-apply for credentials if re-entering ministry.

# EMCC Credential Holders Manual Draft

## Table of Contents

**Note: This manual will not be a public document. It will be available to all credential holders.**

Purpose: to help guide, orient and resource EMCC credential holders in matters related to EMCC membership, credentialing and ministry in our denomination.

A.	<b>EMCC Ethos</b> <ol style="list-style-type: none"> <li>1. Mission, Vision, Values</li> <li>2. Organizational Structure &amp; Polity – Overview</li> <li>3. EMCC History and Historical Themes – Condensed</li> <li>4. EMCC Culture – Themes, Practice and Gatherings</li> </ol>
B.	<b>Core Documents</b> – Contains documents/agreements that Credential Holders must agree with and adhere to. <ol style="list-style-type: none"> <li>1. Articles of Faith Note: This document is public but included here for reference.</li> <li>2. Agreements that all credential holders must annually sign in order to maintain credentials with EMCC.               <ul style="list-style-type: none"> <li>• Credential Holder Accountability Agreement</li> <li>• Credential Holder Code of Conduct Agreement</li> </ul> <p>Note: The current Minister's Covenant will be divided into these two agreements Note: These agreements will be incorporated into the credentialing application and the annual reporting process.</p> </li> <li>3. Credential Holder Policy: includes Privileges, Responsibilities, Requirements and Boundaries/Restriction, Consequences, Discipline</li> <li>4. EMCC Members Policy: Individual Membership in the Evangelical Missionary Church of Canada</li> </ol>

## 5. Safeguarding Policies:

- Whistleblower
- Complaints
- Abuse and Sexual Misconduct
- Additional relevant documents

C. **Key Resources**

1. Position Papers – Expanded explanations of our Articles of Faith
2. The Way of Jesus
3. EMCC Credential Holder Annual Reporting Process
4. Alongside Support – Point of contact for direct support for credential holders
5. Provincial Marriage License Policy – Application process and criteria
6. Pastoral Compensation Guidelines – Overview and summary (Full guidelines updated annually in separate document)
7. Credential Holder Grants – Application process and criteria
8. EMCC Credentialing Process
9. EMCC Equip – Learning models and mini-courses to onboard credential holders to EMCC theology and practice
10. EMCC Perspective Papers – Papers providing EMCC's perspective on theological matters related to ministry and practice
  - Healing
  - Dedication of Children
  - Sexual Ethics
  - Women in Leadership
  - Attitude toward Government
  - Additional relevant documents

D. **Supplemental Resources**

1. Miscellaneous Resources – Includes templates, articles on a variety of topics such as discipling, self-care, sabbaticals, board governance, cultural trends.
2. World Partner Specific Resources

E. **Manual Acknowledgement Form**



**Evangelical Missionary  
Church of Canada**  
Following Jesus Together

## EMCC MEMBERS

Board of Directors

<b>Policy Number:</b> BD - 023	<b>Policy Applies to:</b> Corporate and Individual members, EMCC Board of Directors, EMCC National Team
<b>Initially Approved:</b> By: Board of Directors   Date: Oct 22 1999	<b>Policy Changes:</b> April 3 2006 February 15 2007 January 22 2013
<b>Amendment/s Approval Date:</b> Total revision: February 17 2023	<b>Monitoring Schedule:</b>

### OBJECTIVE

Based on the EMCC governing documents<sup>1</sup>, this policy serves to guide and direct both members and the board of directors on matters of formal membership in the denomination.

There are two categories of membership in the EMCC denomination (also known as the Corporation—Corporate and Individual. These are the voting members of the EMCC who gather for the meeting of the members (Ordinary Annual Meetings (OAM) and General Assembly (GA) and any specially called meeting) to decide the business of the corporation.

### DEFINITIONS

**Individual Member:** Individual members are: Ordained and licensed ministers (active) and credentialed global workers (previously known as credentialed missionaries). In this policy these individuals are known as “Credential Holders.” It should be noted that the Regional Ministers are also in the category of :Credential Holders. Also included as individual members are the members of the Board of Directors, any National Team Staff who are in a director role (Ministry Directors as those defined in the bylaw); and the Presidents of Rocky Mountain College (RBC) and Emmanuel Bible College (EBC).

**Corporate (Church) Member:** Corporate members are the local congregations which have met the conditions and requirements for corporate membership which are set forth in the bylaws of EMCC as they may be amended from time to time. Each Corporate Member shall be entitled to appoint one delegate or proxy to vote on behalf of the Corporate Member.

**Local congregation:** Also known as “a church”. The characteristics of a local congregation include regularly scheduled worship, discipling, community, and mission.

**Lead:** The individual who is paid to give pastoral oversight for the local congregation.

**Self-governing:** A defined organizational structure that may or may not include paid ministry staff and not under the governance of any other organization.

<sup>1</sup> Articles of Amalgamation; Bylaw #1; Appendix #3.

**Under Discipline:** Undertaken by the President, ratified by the Board of Directors. The intent is to engage in serious discussions to resolve the matter. During this temporary period the member cannot vote.

**Expulsion:** Undertaken by the EMCC Board of Directors to remove from membership when, after all attempts at reconciliation have failed, the member is not in compliance with the criteria for membership. This is also known as “de-listing” in the EMCC because the name is removed from the membership roll.

**Withdrawal:** Undertaken by the corporate member when a local congregation deems that withdrawing their membership from the EMCC is the best course of action.

**Resignation:** Undertaken by an individual member who deems that is the best course of action to relinquish their credentials.

**Dissolution:** Undertaken by the corporate member. Winding up the affairs of a church by ascertaining liabilities and apportioning assets.

## POLICY

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### 1. Corporate Members (referred to as churches in this document)

#### 1.1. Criteria<sup>2</sup>

- 1.1.1. Self-governing. Willingness to maintain appropriate policies as determined by the EMCC from time to time
- 1.1.2. EMCC Credentialed “lead”
- 1.1.3. Theological compliance—Articles of Faith (Appendix #1)
- 1.1.4. Governance compliance—Bylaw #1 and Articles of Governance (Appendix #2)
- 1.1.5. ROFR (Right of First Refusal) or a Consent Agreement in favour of the EMCC on property title
- 1.1.6. Appropriate financial contribution to the EMCC
- 1.1.7. Completed application process for new members and Board of Directors approval
- 1.1.8. Signed EMCC Member Church Agreement (See Appendix #1)

#### 1.2. Privileges<sup>3</sup>

- 1.2.1. Participation and voting at meetings of the members

#### 1.3. Responsibilities<sup>4</sup>

- 1.3.1. Regular participation in national gatherings including the appointment of a lay delegate to General Assembly
- 1.3.2. Promotion of EMCC activities

#### 1.4. Renewal

- 1.4.1. Completed annual report and signed EMCC Member Church Agreement (See Appendix #1)
  - 1.4.1.1. These documents must be submitted annually online by October 15

#### 1.5. Status Categories

##### 1.5.1. Active

- 1.5.1.1. Renewal documents have been submitted by October 15 of each year
- 1.5.1.2. Church continues to meet the membership criteria (1.1)

##### 1.5.2. Under review<sup>5</sup>

- 1.5.2.1. A review will be undertaken by the President for the following reasons, but is not limited to these reasons:
  - 1.5.2.1.1. Renewal documents have not been received by October 15, or
  - 1.5.2.1.2. Renewal documents do not meet the membership criteria (1.1), or
  - 1.5.2.1.3. A signed allegation of wrongdoing has been received by the President or the Board of Directors.
- 1.5.2.2. The Board of Directors must be informed of any new review at their next regular meeting

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<sup>2</sup> Articles of Governance 2.2

<sup>3</sup> Ibid 2.3

<sup>4</sup> Ibid 2.4

<sup>5</sup> Ibid 2.6

- 1.5.2.3. The review must be completed in a timely fashion, preferably within 3 months
- 1.5.2.4. While under review the corporate member retains their voting privileges
- 1.5.2.5. At any time, legal advice can be accessed
- 1.5.3. Suspension of Membership
  - Membership will be suspended when the results of the review deem it to be necessary.
  - 1.5.3.1. The President will recommend such action to the Board of Directors for their approval.
    - 1.5.3.1.1. Upon approval, the Board of Directors will form a resolution team to partner with the President moving forward
  - 1.5.3.2. The privileges of the member (1.2) are temporarily withdrawn
  - 1.5.3.3. The communication regarding suspension is on a need-to-know basis
  - 1.5.3.4. While our desire is for reconciliation during this period the church can chose to either reconcile, voluntarily withdraw from the EMCC or, if these are not chosen options, the next step will be termination of membership by expulsion
  - 1.5.3.5. The suspension period should be completed in a timely fashion, ideally no longer than 6 months
- 1.5.4. Termination of Membership
  - 1.5.4.1. Withdrawal<sup>6</sup>
    - 1.5.4.1.1. As much as is possible, good faith attempts at reconciliation and understanding should be always maintained
    - 1.5.4.1.2. All outstanding obligations to the EMCC must be discharged
    - 1.5.4.1.3. A relationship of good grace that neither brings reproach upon the name of Christ nor hinders the fulfillment of the mission of the EMCC or of the local congregation must always be the goal
    - 1.5.4.1.4. The Board of Directors must be informed of a member's desire to withdraw
    - 1.5.4.1.5. The Board of Directors must approve the negotiated terms of withdrawal
    - 1.5.4.1.6. If necessary, the parties will agree to binding mediation and arbitration
  - 1.5.4.2. Expulsion<sup>7</sup>
    - 1.5.4.2.1. Upon the resolution team's recommendation (1.5.2), the EMCC Board of Directors will approve the expulsion of the corporate member
    - 1.5.4.2.2. Legal advice must be followed
    - 1.5.4.2.3. The privileges of the member cease to exist
    - 1.5.4.2.4. The Board of Directors must approve the terms of expulsion
    - 1.5.4.2.5. If necessary, the parties may agree to binding mediation and arbitration

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<sup>6</sup> Articles of Governance 2.9

<sup>7</sup> Ibid 2.6.7.2

1.5.4.3. Dissolution or Liquidation<sup>8</sup>

1.5.4.3.1. When a church is closing for good or when a local congregation is merging with another congregation (either adopting the other congregation's identity or both are dissolving and forming a new identity)

1.5.4.3.1.1. The Board of Directors must be informed at their next regular meeting

1.5.4.3.2. When a member can't or won't dissolve, action must be at a meeting of EMCC members

1.5.4.3.3. The rights of the member cease to exist

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<sup>8</sup> Articles of Governance 2.6.7.3

## 2. Individual Membership

### 2.1. Criteria

#### 2.1.1. Credential Holders<sup>9</sup>

- 2.1.1.1. Theological compliance (Appendix #1 Articles of Faith)
- 2.1.1.2. Governance compliance (Bylaw #1, Appendix #2 Articles of Governance)
- 2.1.1.3. Signed Credential Holder's Agreement (See Credentials Policy)
- 2.1.1.4. Signed Credential Holder's Code of Conduct Agreement (See Credentials Policy)

#### 2.1.2. Board of Directors

- 2.1.2.1. Theological compliance
- 2.1.2.2. Governance compliance
- 2.1.2.3. Signed Board of Director's Commitment

#### 2.1.3. RMC and EBC Presidents

- 2.1.3.1. Theological compliance
- 2.1.3.2. Governance compliance
- 2.1.3.3. Signed School Presidents' Agreement (if the President is not an EMCC Credential Holder)

### 2.2. Privileges

#### 2.2.1. Credential Holders and all others

- 2.2.1.1. Participation and voting at meetings of the members

### 2.3. Responsibilities

#### 2.3.1. Credentialed Holders and all others

- 2.3.1.1. Participation in meetings of the members
- 2.3.1.2. Recognition and cooperation with the duly appointed officers of the EMCC

### 2.4. Renewal

#### 2.4.1. Credential Holders

- 2.4.1.1. Completed annual report and signed Credential Holder's Agreement
  - 2.4.1.1.1. These documents must be submitted annually online by October 15

#### 2.4.2. Board of Directors

- 2.4.2.1. Signed Board of Directors' Commitment annually
  - 2.4.2.1.1. This document must be submitted annually by March 31

#### 2.4.3. RMC and EBC Presidents

- 2.4.3.1. Signed School President's Agreement annually
  - 2.4.3.1.1. This document must be submitted annually by October 15

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<sup>9</sup> Articles of Governance 3.3

## 2.5. Status Categories

### 2.5.1. Active

#### 2.5.1.1. Credential Holders and RMC and EBC Presidents

2.5.1.1.1. Renewal documents have been submitted by October 15 of each year

#### 2.5.1.2. Board of Directors

2.5.1.2.1. Renewal documents have been submitted by March 31 of each year

### 2.5.2. Under review

2.5.2.1. A review will be undertaken by the President (or Moderator in the case of the Board of Directors) for the following reasons, but is not limited to these reasons:

#### 2.5.2.1.1. Credential Holders

2.5.2.1.1.1. Renewal documents have not been submitted by October 15; or

2.5.2.1.1.2. Renewal documents do not meet the membership criteria (2.1); or

2.5.2.1.1.3. A signed allegation of wrongdoing has been received by the President or the Board of Directors (in the case of the President)

#### 2.5.2.1.2. Board of Directors

2.5.2.1.2.1. Renewal documents have not been submitted by ; or

2.5.2.1.2.2. Renewal documents do not meet the membership criteria (2.1); or

2.5.2.1.2.3. A signed allegation of wrongdoing has been received by the President or the Board of Directors

#### 2.5.2.1.3. RMC and EBC Presidents

2.5.2.1.3.1. Renewal documents have not been submitted by October 15; or

2.5.2.1.3.2. Renewal documents do not meet the membership criteria (2.1)

2.5.2.2. The Board of Directors must be informed of any new review at their next regular meeting

2.5.2.3. The review must be completed in a timely fashion, preferably within 3 months

2.5.2.4. While under review the individual member retains their voting privileges

2.5.2.5. At any time, legal advice can be accessed

### 2.5.3. Under Discipline

Membership will be suspended when the results of the review deem it to be necessary.

#### 2.5.3.1. Credential Holders and Presidents of RMC and EBC

2.5.3.1.1. The President will recommend such action to the Board of Directors for their approval

2.5.3.1.1.1. Upon approval, the Board of Directors will form a Resolution Team to partner with the President moving forward

2.5.3.1.2. The privileges of the member (2.2) are temporarily withdrawn

2.5.3.1.3. Communication is on a need-to-know basis

#### 2.5.3.2. Board of Directors

2.5.3.2.1. The Moderator will recommend such action to the Board of Directors for their approval

2.5.3.2.1.1. Upon approval, the Board of Directors will form a Resolution Team moving forward

2.5.3.2.2. The privileges of the member (2.2) are temporarily withdrawn

2.5.3.2.3. Communication is on a need-to-know basis

2.5.3.3. While our desire is for reconciliation during this period the member can chose to either reconcile, voluntarily withdraw from the EMCC by resignation or, if these are not chosen options, the next step will be termination of membership by expulsion

2.5.3.4. The suspension period should be completed in a timely fashion, ideally no longer than 6 months

### 2.5.4. Termination

#### 2.5.4.1. Resignation

2.5.4.1.1. As much as possible, good faith attempts at reconciliation and understanding should be always maintained

2.5.4.1.2. A written letter of resignation must be submitted to the Board of Directors

#### 2.5.4.2. Expulsion of a Credential Holder or the President of RMC and EBC

2.5.4.2.1. Upon the Resolution Team's recommendation (2.5.3) the EMCC Board of Directors will approve the expulsion of the individual member

2.5.4.2.2. Legal advice must be followed

2.5.4.2.3. The rights of the member cease to exist

2.5.4.2.4. The church or ministry where they are serving will be informed

#### 2.5.4.3. Expulsion of a Board of Director

2.5.4.3.1. Legal advice must be followed

2.5.4.3.2. The Members may by special resolution at a Special Meeting remove any Director or Directors<sup>10</sup>

2.5.4.3.3. The rights of the member cease to exist

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<sup>10</sup> Bylaw #1 5.8

## Appendix #1

Member Church Agreement when applying to become a member of the EMCC:

We, the duly authorized representatives of (name of the church), apply to become a recognized member of the Evangelical Missionary Church of Canada. We affirm our agreement with EMCC Articles of Faith. We commit to supporting the work of EMCC through financial contributions on a regular basis, whether that be annually or at various intervals throughout the year. We agree to submit to the denominational leaders elected and appointed as they serve us according to our agreed-upon governing documents, We will seek to encourage and provide the means for our pastors to participate and collaborate in EMCC initiatives/events. We will seek to appoint delegates to participate in denominational business meetings. We will oversee the credential holders in our midst, supporting them and holding them accountable for their credential requirements.

EMCC Member Church Agreement to be renewed annually:

As a corporate member of Evangelical Missionary Church of Canada, we re-affirm our agreement with EMCC Articles of Faith. We commit to supporting the work of EMCC through financial contributions on a regular basis, whether that be annually or at various intervals throughout the year. We agree to submit to the denominational leaders elected and appointed as they serve us according to our agreed-upon governing documents, We will seek to encourage and provide the means for our pastors to participate and collaborate in EMCC initiatives/events. We will seek to appoint delegates to participate in denominational business meetings. We will oversee the credential holders in our midst, supporting them and holding them accountable for their credential requirements.



SECTION 3

# **Supplementary Reports**





# Emmanuel Bible College

## REPORT

Neil Cudney

There have been several developments since our last report to the assembly. Becoming a 'future-ready' school has consumed our attention. We are indebted to those who faithfully support Emmanuel Bible College through prayer and financial support, allowing us to continue to fulfil our vision and mission to provide biblically rooted and theologically sound education. We commit to building a future in which students and those supporting them can have confidence.

The board recognized that thinking differently about the future would be necessary. A growing intergenerational Kitchener/Waterloo-based church called Slate Church had been searching for a property home for some time. After carefully examining each other's theology, vision, mission, and purpose and much prayer on both sides, the board accepted Slate's offer to purchase the College property, completed in July 2022. A primary factor in the sale of the property decision was that Emmanuel could remain in place and continue its mission to equip the next generation of men and women for service in the Kingdom of God. While the sale would help in the short term, the Board knew it was still not a long-term sustainable solution for viability.

Currently, there are 53 students enrolled. While EBC saw a small increase in enrolment

in the Fall 2023 semester, the Winter 2023 term enrolment was higher than in the previous decade. Additionally, we are seeing an increased interest for the Fall 2023/24 academic year. This gave us confidence that Emmanuel can have a renewed and vibrant future.

Emmanuel is taking bold steps to position the College to be future-ready. Firstly, the Board of Governors unanimously voted for a reorganization at the board level. This has created an interim transformation team with the competencies, connections and capacities needed during a substantial and time-sensitive transformation. Initially, Slate Church will comprise the core of the reorganized board. One of the first decisions was to establish a balanced budget that did not jeopardize student experience or faculty resources. The goal is to position the college, so it is investing new resources into building the future rather than surviving. This is being achieved. Secondly, Slate Church is investing in the property and the college operations resulting in developments that will strengthen student life and opportunities. Thirdly, to grow our student base by creating programs that are more attractive and responsive to a changing Church's leadership needs. While a nimble interim visionary board is needed through rapid transformation, it is recognized that it

is not in the best interest of EBC, Slate or the broader Christian community. The plan is to invite others to join a strong, visionary, engaged board over the next year. The vision is a revitalized College that will continue to serve the Kingdom's need for equipped pastors, missionaries, and leaders.

We believe that Emmanuel's story is not yet fully told. Chapters are yet to be written that will add to the great stories of the past, of those who have gone before us and faithfully served in His Kingdom.

Submitted with gratitude and praise to Him who sustains,

Dr. Neil Cudney,  
President Emmanuel Bible College



Rocky Mountain College

# Rocky Mountain College REPORT

Kerry Belt

It's an honour, as the president of Rocky Mountain College, to report to the Evangelical Missionary Church of Canada's General Assembly 2023 in Stouffville, Ontario. May God guide and bless those who lead our time together.

## CELEBRATING 30 YEARS!

RMC was formed from two Alberta colleges in 1992 for the express purpose of discipleship and ministry leadership. Today, 30 years later, we are thankful for God's blessing and those two purposes continue to be pursued with strategic vigour via distributed education.

## STRATEGIC REPOSITIONING:

Those 30 years have required many strategic decisions in response to the changing face of Christian Higher Education in Canada. This was particularly true between 2010 and 2015 when the RMC Board of Governors approved a carefully crafted strategic plan to fast forward RMC from a campus-based model to an accredited distributed model of learning. With God kindly providing the time, energy, and resources those changes resulted in Pathways, a model which is capable of distributing courses around the world 24/7/365 days a year. A further expression of that strategy was added in 2021, which is a Competency-Based learning track called REALIZE.

## RMC'S DISTRIBUTED LEARNING MODEL:

Below is a 30,000 foot view of RMC's Pathways model, a model which:

- Is based on adult learning theory.
- Grants broad ranging credit for previous learning experiences.
- Includes 96 courses which are available 24/7/365 days a year.
- Requires students to choose their own start and end dates for each course taken.
- Delivers courses to students enrolled at other colleges throughout North America.
- Provides course instruction in classroom settings where clusters of students live.

For further clarification below are typical characteristics of **RMC's current student body in this model.**

- The average age of a student is just over 30; married and has children.
- 80% of students are in ministry when they enrol.
- All students study from where they live.
- Over 70% of students come from rural areas of Canada.

- 80% of students are from ministry partnerships.
- Are thankful for deep connection with their RMC mentoring faculty/practitioners.
- Express high levels of satisfaction with the quality of their courses.

Without your prayer and financial support none of this would be possible.

Respectfully submitted,  
Kerry Belt  
President

### **FUTURE DIRECTIONS FOR RMC:**

Rocky Mountain College continues to prayerfully seek God's direction as we continue pursuing discipleship and leadership development. Part of that prayerful and refining process is ensuring that all we do clearly aligns with that original purpose.

At this point we are working to:

- Continue fostering a culture of Organizational and Educational Agility.
- Craft a series of micro credit courses, diplomas, and certificates.
- Enhance and engage in more partnerships.
- Offer master's degrees.
- Continue developing EMCC leadership formation curriculum.

### **RMC BOARD OF GOVERNORS AND EMCC CONSTITUENCY:**

I want to express my appreciation to the RMC Board of Governors for their leadership. Their spiritual courage, insight and wisdom is a model of resilience for us all, enabling us to be who we are.

Thank you as well to our EMCC constituency. It is encouraging to have served more than 6,000 students now touching over 63 countries around the world. Although RMC receives no government support or annual support from our national office our private donors and local churches continue to support us.



# Camp Mishewah

## REPORT

Steve & Jeanette Balzer

### 2021 CAMP MISHEWAH REPORT

Despite some restrictions still in place due to COVID, Camp Mishewah had a very successful summer in 2021. We had record numbers of attendees during our unstructured family camp weeks in July. Over 700 people were in attendance. As we made the decision not to run overnight youth camps, we saw many families and individuals booking sites and accommodations throughout August as well. Our numbers topped 1000 people over the entire summer!

Some of the events and work that was done over the summer season:

- a work team from Wilmot Centre EMC constructed a new outdoor pavilion
- major renovations done in the camp office
- first time offering take-out food from the dining hall during July was a success
- saw an increase in participants for the Biker's Weekend in September, from 6 in 2020 to 14 in 2021
- another successful Mish-in-a-Box that offered an at-home camp experience to almost 50 kids
- had a full staff team of 20, up from 3 in 2020
- many volunteers helped to complete various jobs from May to September
- completed a major job of replacing lighting in chapel with LED
- many IT and lighting upgrades done around the camp
- small shed built at the side of director's cabin
- continuation of electrical infrastructure work
- cleared a landing on other side of creek to prepare for future campsites
- celebrated two staff baptisms, plus four from First EMC in Pembroke
- preparations beginning for Jubilee celebration in 2022

### 2022 CAMP MISHEWAH REPORT

#### JUNE RETREAT:

We had a first-time retreat at Mishewah in June. The EMCC National Team joined us June 20-24 for a great week of connecting and enjoying the camp. We normally do not have to be ready for guests at that time, so it was a scramble to get everything ready. They were very gracious and didn't mind the work in progress.

**JUBILEE WEEKEND:**

Planning started for the 50th Anniversary a year in advance. It was better than we could have imagined! What a wonderful weekend of old and new connections, stories, reminiscing, laughter, and memories. It was enjoyed by almost 260 people over the course of the weekend. Highlights were the Memory Cabin, concert with Jacob Moon, a fun afternoon of events on Saturday culminating in a Pig Roast and fireworks, and a Celebration service on Sunday morning with John Cressman speaking.

What a blessing Mishewah has been to so many people. We are truly thankful that God's hand has been on the camping ministry at Mishewah for the last 50 years. Our prayer is that He will continue to make it a place of refreshment and spiritual renewal.

**PROGRAM CAMPS:**

We had around 900 people in attendance over the month of July for family camps and although numbers were small, we were excited to offer overnight youth camps again, with attendance totalling 123 over three weeks in August. Most importantly, over 14 campers gave their lives to Jesus at kids camps!

Some of the events and work done at the camp over the summer:

- renovated the kitchen and dining hall (cupboards, counter-tops, panelling, paint, washroom)
- graded and gravelled the laneway
- new sign at the road installed
- new boat dock built and installed
- facelift on front wall of the chapel
- Wilmot Centre EMC work team poured a cement pad under pavilion, built a new deck and installed a fence around the Ark
- IT and lighting upgrades, burying of cable, and some electrical upgrades throughout the camp
- 2 new stoves installed in the kitchen
- much needed new mattresses for staff accommodations
- another successful Bikers weekend with 20 men attending



# Charis Camp

## REPORT

**Rev. Darren K. Duncalfe**

In many ways time has been difficult to gauge for us at Charis Camp. The shut down that came as the result of the pandemic altered things drastically. We handed out over thirty records of employment at the beginning of the lockdowns and for much of the time we were restricted to groups of fifty or less (and a stretch of ten or less) on site. I have said to many, "it was a terrible season to be in the people-gathering business."

British Columbia was one of the slowest jurisdictions when it came to releasing the restrictions and when all was said and done our revenues were down over ninety percent. Even as restrictions lifted we found it very difficult to host groups as many would cancel with little or no notice and we had to eliminate deposits that would normally deter cancellations as groups would not book if deposits were required (because of the unpredictability). As we worked to rebuild, we had reduced to a staff of two carrying the whole load.

The rebuilding season was incredibly difficult and at times overwhelming as bookings that typically would take a few emails were often more than twenty emails and many phone calls as we all tried to navigate new patterns and policies. We had a very strong reserve

of finances including money set aside for a new roof for a dining hall, and we were ready to have the roof replaced, when the project was cancelled out of concern for the length of the shut down. It is amazing how quickly we forget that for much of the first sixteen months we made decisions based on two week timelines. In the end it was deeply disheartening to watch the surplus we had been blessed with dwindle further and further until even the hope of re-roofing the dining hall was gone.

As of November 2021 we were looking with uncertainty into the future with significant broken infrastructure as an "atmospheric river" was forecast for our region. When the rains began to pound the area around us, roads turned into creeks and low-lying ground turned into lakes as one of Canada's largest flooding disasters. As the need became apparent that many people were being evacuated, Charis Camp stepped up to host as many as we possibly could.

In the end, over 180 people took refuge at some point during the month we hosted those who were displaced. Many of those who came to stay were temporary foreign workers from Mexico and Guatemala. Without question, it was the generosity of

our neighbours, local churches and many EMCC churches and individuals that allowed us to meet the needs. That month was exhausting but also in many ways the most miraculous month we have seen at Charis Camp. Because of a money matching pledge arranged by one of our EMCC members (you know who you are, and BLESS YOU!) we were able to raise enough funds on Giving Tuesday to help pay for a new roof and take care of all the bills related to hosting those families and individuals in such a time of need. Many of the people arrived with only the clothes on their backs and because of the many generous donors they received food, clothing, shelter and an experience of the love and care of Jesus.

Some of the damage we faced because of the torrential rain was repaired thanks to a grant we received from EMCC and from individual churches across Canada who gave generously. You blessed us deeply; we thank you.

In recent days we have slowly been recovering. Our children's and family camps are filling up once again, and most of our year-round calendar is making a comeback. A small core of staff who went so far above and beyond are now finally being assisted by new staff, but it is still a work in progress as we recover.

For those who have yet to receive a personal thank you for giving during our tumultuous times, please understand our team has continued to be taxed to its limits until recently added much-needed new pieces to the team.

It is hard to express how dark and difficult the last two plus years have been, but as we move forward into 2023, we have added a third word to our staff motto.

Grace, Joy and now, Gratitude.



# Rivers Edge REPORT

Andrew Fitch

## 2022 YEAR END REVIEW

As we reflect on 2022, our theme verse of Proverbs 3:5-6 comes to mind - "Trust in the Lord with all your heart, and do not lean on your own understanding; in all of your ways acknowledge Him, and He will direct your paths." 2022 was spent trusting Him and leaning into Him for the needed strength and energy.

The beginning of 2022 was spent navigating through the final months of COVID (restrictions), and wondering where the staff was going to come from. Our retreat groups started again, and the Lord provided an increase in the number of volunteers to camp. As a result of a couple of larger donations that we received, we were able to pay off our mortgage in May. Praise the Lord. We are officially debt free.

Our Keenagers Camp ran for the first time in 3 years, and almost 130 campers attended, with another 35+ who came for the banquet on Saturday evening. Through the Keenagers, the Lord brought in \$22,000. Almost 230 campers attended our Family Camp over the July long weekend.

We had 329 campers during the 2022 Summer Camp Season. The 2021 camp season saw 288 campers, including 189 day

campers, 65 equine and 25 kids camps. 2021 still had COVID restrictions, and does not include those who participated in the family cubed. We are excited to see how many campers the Lord will bring in this year.

For the 2021-2022 retreat season, we had approximately 2,900 individuals attend through various retreats. This was a significant increase coming out of COVID, where we saw approximately 330 guests for the 2020-2021 retreat season.

For the first time in 3 years, we held our Country Christmas Fundraising Supper. Through this, the Lord brought in almost \$24,000.

We are looking forward to the 2023 Summer Camp Season. Our theme word this year is SEEK, and our theme verse is Hebrews 11:6, "Without faith it is impossible to please God, for the one that comes to Him must believe that He exists and rewards those who earnestly seek Him."

Thank you for your prayers and support.

Andrew Fitch  
Executive Director