
**GLOBAL KINGDOM MINISTRIES
CHURCH INC.**

GENERAL OPERATING BY-LAW NO. 2

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A by-law relating generally to the conduct of the affairs of

GLOBAL KINGDOM MINISTRIES CHURCH INC.

(an Ontario corporation)
(the “Church”)

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GENERAL OPERATING BY-LAW NO. 2

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

GLOBAL KINGDOM MINISTRIES CHURCH INC.

(an Ontario corporation)

(the “Church”)

WHEREAS the Church was granted Letters Patent by the Government of Ontario under Part III of the *Corporations Act* (Ontario) on the 28th day of June, 2018;

AND WHEREAS the Church was issued Supplementary Letters Patent on the 2nd day of July, 2020 by the Government of Ontario;

AND WHEREAS as a result of the *Not-for-Profit Corporations Act, 2010* (Ontario) being proclaimed into force on October 19, 2021, it is necessary for the Corporation to apply for Articles of Amendment;

AND WHEREAS it is also necessary as a result of the proclamation of the *Not-for-Profit Corporations Act, 2010* (Ontario) to replace the Church’s existing General Operating By-law No. 2020-1 with General Operating By-law No. 2 herein;

NOW THEREFORE BE IT ENACTED as a general operating By-law of the Church as follows:

SECTION I **INTERPRETATION**

1.01 Definitions

In this By-law and all other By-laws and resolutions of the Church, unless the context otherwise requires:

- (a) “Act” means the *Not-for-Profit Corporations Act, 2010*, S.O. 2010, Chapter 15, including any regulations made pursuant to the Act and any statute or regulations that may be substituted, as amended from time to time.
- (b) “Articles” means the original or restated articles of incorporation or articles of amendment, amalgamation, continuance, reorganization, arrangement or revival of the Church.
- (c) “Board” means the board of Directors of the Church.
- (d) “By-law” or “By-laws” means this by-law and all other by-laws of the Church as amended and which are, from time to time, in force and effect.
- (e) “Chair of the Board” means the person holding this Officer position as described in SECTION IX

- (f) “Church” means the legal entity incorporated as a corporation without share capital under the Act by Letters Patent dated the 28th day of June, 2018, and named “Global Kingdom Ministries Church Inc.”, through which its Members and Adherents may fellowship together as a New Testament Church.
- (g) “Congregants” means a congregant of the Church as described in SECTION IV .
- (h) “Deacon” means a member of the Deacons Council.
- (i) “Deacons Council” means the Deacons of the Church.
- (j) “Director” means a member of the Board.
- (k) “Family Members” means a person’s Spouse, children, parents, grandparents or siblings, or the Spouses of such children, parents, grandparents, or siblings, or the children, parents, grandparents, or siblings of such person’s Spouse(s), who are living with and/or financially supporting or supported by the person.
- (l) “Governing Documents” means the Articles (including the Purposes and Statement of Faith), the By-laws, and Policies adopted by the Church from time to time.
- (m) “Lead Pastor” means the Lead Pastor of the Church appointed pursuant to SECTION VIII of this By-law.
- (n) “Member” means a member of the Church.
- (o) “Members” or “Membership” means the collective membership of the Church.
- (p) “Officer” means an officer of the Church.
- (q) “Ordinary Resolution” means a resolution that is submitted to a meeting of the Members and passed at the meeting, with or without amendment, by at least a majority of the votes cast, or consented to by each Member entitled to vote at a meeting of the Members or the Member’s attorney.
- (r) “Policy” or “Policies” means any Policy adopted by the Church from time to time concerning practical applications of biblical principles and Christian conduct in accordance with Section 12.01 of this By-law.
- (s) “Purposes” mean the charitable purposes of the Church as contained in the Articles.
- (t) “Regulations” means the regulations made under the Act, as amended, restated or in effect from time to time.
- (u) “Secretary” means the person holding this Officer position as described in SECTION IX

- (v) “Special Resolution” means a resolution that is submitted to a special meeting of the Members duly called for the purpose of considering the resolution and passed at the meeting, with or without amendment, by at least two-thirds of the votes cast, or consented to by each Member entitled to vote at a meeting of the Members or the Member’s attorney.
- (w) “Spouse” means either an adult male who is married to an adult female or an adult female who is married to an adult male, as applicable.
- (x) “Statement of Faith” means the statement of faith of the Church as set out in Section 1.04 of this By-Law.
- (y) “Treasurer” means the person holding this Officer position as described in SECTION IX

1.02 Recognition

While recognizing the autonomy of the Church in the conduct of its own affairs, the Church shall be in fellowship with The Pentecostal Assemblies of Canada.

1.03 Purposes and Statement of Faith

The By-laws and Policies of the Church shall be strictly interpreted at all times in accordance with and subject to the Purposes and Statement of Faith, which for purposes of this General Operating By-law are incorporated by reference and made a part hereof.

1.04 Statement of Faith

The Pentecostal Assemblies of Canada’s Statement of Essential Truths and Positions and Practices, attached as Schedule “A”, shall be the Statement of Faith of the Church.

1.05 Interpretation

In the interpretation of this By-law, unless the context otherwise requires, the following rules shall apply:

- (a) except where specifically defined herein, all terms contained herein and which are defined in the Act shall have the meanings given to such terms in the Act;
- (b) words importing the singular number only shall include the plural and *vice versa*;
- (c) the word “person” shall include an individual, sole proprietorship, partnership, unincorporated association, unincorporated syndicate, unincorporated organization, trust, body corporate, and a natural person in the person’s capacity as trustee, executor, administrator, or other legal representative;
- (d) the headings used in the By-laws are inserted for reference purposes only and are not to be considered or taken into account in construing the terms or provisions

thereof or to be deemed in any way to clarify, modify or explain the effect of any such terms or provisions;

- (e) if any of the provisions contained in the By-laws are inconsistent with those contained in the Articles or the Act, the provisions contained in the Articles or the Act, as the case may be, shall prevail.

SECTION II **MEMBERSHIP**

2.01 Classes and Conditions of Membership

Pursuant to the Articles, there shall be one (1) class of Members in the Church. Membership in the Church shall be available only to individuals who:

- (a) are at least eighteen (18) years of age;
- (b) have testified to a personal experience of God's saving grace in their hearts and to confession of faith in Jesus Christ as their Saviour and Lord;
- (c) are open to teaching of the Scripture, to the leadership of the Holy Spirit, and to the counsel of the Church in questions of life and practice;
- (d) have been or are pursuing water baptism in the name of the Father, Son and Holy Spirit as a witness of faith and discipleship;
- (e) have expressed a desire to enter into a relation of Christian love and fellowship with Members of the Church;
- (f) have regularly attended the Church for a period of at least six (6) continuous months;
- (g) have provided financial support to the Church (biblical principle of tithing) for a period of at least six (6) continuous months;
- (h) have affirmed their acceptance of the foregoing by signing their name to the following Membership Pledge:

Membership Pledge:

As a Member of Global Kingdom Ministries Church Inc., I accept the Bible as the Word of God in which is revealed the way of salvation and the guide for faith and conduct.

I acknowledge that I have been provided with, have read, understood, agree and accept the vision statement, foundational principles, and Statement of Faith of the Church.

I witness to a Personal experience of God's saving grace in my heart and express a desire and purpose to live a holy life, apart from sin and separated unto Christ.

I pledge as a Member of Global Kingdom Ministries Church Inc.:

- *to be loyal to this congregation,*
- *to consent to instruction in Bible doctrine,*
- *to support and sustain the services of the congregation by my regular attendance and prayers,*
- *to tithe according to the scriptures,*
- *to use my spiritual gifts and talents to serve in a ministry within the church and/or the community,*
- *and to foster a spirit of Christian fellowship, involvement and oneness within the Church.*

If at any time hereafter I am no longer able to uphold the responsibilities of a member, I will inform the Secretary of the Church and the Lead Pastor, and will resign from Membership."

and

- (i) have been admitted as a Member in accordance with Section 2.02.

2.02 Qualification for Membership

An individual shall qualify to be a Member of the Church if, in the majority opinion of the Deacons Council, such individual meets all of the following qualifications:

- (a) the individual fulfills the definition of Membership as set out in Section 2.01.
- (b) the individual has completed the procedure for admission into Membership set out in Section 2.03.

2.03 Admission to Membership

- (a) The Members of the Church shall be all those Members who are in place immediately upon this By-law coming into force and effect.
- (b) Thereafter, application for membership in the Church may be initiated through completion of an online application form which shall be submitted to the Lead Pastor or the Lead Pastor's designate.
- (c) Once the Deacons Council is satisfied that the applicant fulfills all the qualifications for membership in the Church as set out in Section 2.01, the Deacons Council will inform the Lead Pastor or the Lead Pastor's designate that such applicant is

recommended for membership. The Board of Directors may, by a majority resolution, then approve the applicant for Membership.

2.04 Rights, Duties and Privileges of Membership

A Member shall have the following duties, privileges and rights:

- (a) the right to receive notice of, attend, speak, participate and cast one (1) vote at all meetings of Members of the Church;
- (b) under the direction of the Lead Pastor, the responsibility to minister to one another's spiritual needs as part of the body of Christ;
- (c) under the direction of the Lead Pastor, the responsibility to participate in Church activities and ministries as personal circumstances permit to the extent allowed by the Governing Documents;
- (d) the responsibility to tithe according to scriptures;
- (e) the responsibility to respect and submit to the spiritual authority and procedures of the Church as expressed in the Governing Documents;
- (f) the privilege to attend all public worship services of the Church; and
- (g) the privilege to participate in the ordinances administered by the Church; and
- (h) the responsibility to re-affirm their Membership every three (3) years in accordance with Section 2.05 as well as with the Church's timetable for such re-affirmations, failing which the Membership of such Member in the Church shall be automatically terminated.

2.05 Withdrawal from Membership

A Member may withdraw at any time as a Member of the Church by delivering to the Secretary and the Lead Pastor their written resignation, which shall contain an explanation for such withdrawal.

2.06 Reaffirmation of Membership

A Member shall re-affirm their Church Membership every three (3) years and at least sixty (60) days before the next annual general meeting of the Members, by delivering to the Secretary a written affirmation of continued Membership in the Church, failing which such individual shall cease to be a Member of the Church and shall no longer enjoy any of the rights of Church Membership as set out in Section 2.04.

2.07 Suspension or Termination of Membership for Other Reasons

The Board may suspend or remove any Member from the Church for any one or more of the following grounds:

- (a) being habitually absent from the Church for a period of six (6) consecutive months without a reasonable explanation;
- (b) violating any provision of the Governing Documents;
- (c) carrying out any conduct which may be detrimental to the Church in accordance with the Governing Documents as determined by the Board in its sole discretion;
or
- (d) for any other reason that the Board in its sole and absolute discretion considers to be reasonable, having regard to the purposes of the Church.

In the event that the Board determines that a Member should be expelled or suspended from Membership in the Church, the process shall be done in good faith and in a fair and reasonable manner. The Chair of the Board shall provide fifteen (15) days' notice of suspension or removal to the Member and shall provide reasons for the proposed suspension or removal. The Member may make written submissions to the Chair of the Board in response to the notice received within such fifteen (15) day period. In the event that no written submissions are received by the Chair of the Board, he/she may proceed to notify the Member that the Member is suspended or removed from membership in the Church. Where written submissions are received in accordance with this Section, the Board will consider such submissions in arriving at a final decision and shall notify the Member concerning such final decision within a further twenty (20) days from the date of receipt of the submissions. The Board's decision shall be final and binding on the Member, without any further right of appeal.

2.08 Membership Record

A record of Members shall be kept by the Secretary or his/her designate.

SECTION III MEETINGS OF MEMBERS

3.01 Meeting of Members

A "meeting of Members" or "Members' meetings" shall include an annual meeting of Members and a special meeting of Members.

3.02 Annual Meetings

- (a) An annual meeting of Members shall be held at such time in each year, as the Board may from time to time determine, provided that the annual meeting must be held not later than eighteen (18) months after the Church comes into existence and thereafter, not later than fifteen (15) months after holding the preceding annual meeting but not later than six (6) months after the end of the Church's preceding financial year.

- (b) The annual meeting shall be held for the purpose of considering the financial statements and reports of the Church required by the Act to be presented at the meeting, electing Directors, appointing the auditor and transacting such other business as may properly be brought before the meeting or is required under the Act.
- (c) In addition, the Members shall receive necessary reports from the Lead Pastor, the Board, Officers and committees.

3.03 Special Meetings

The Board may at any time call a special meeting of Members for the transaction of any business which may properly be brought before the Members. The Board shall call a special meeting on written requisition of not less than ten percent (10%) of the votes that may be cast at a meeting of Members sought to be held for any purpose connected with the affairs of the Church that does not fall within the exceptions listed in the Act or is otherwise inconsistent with the Act, within twenty-one (21) days from the date of the deposit of the requisition.

3.04 Place of Meetings

Meetings of Members may be held at any place within Ontario as the Board may determine or outside Ontario if all of the Members entitled to vote at such meeting so agree. A Member who attends a meeting of Members held outside Ontario is deemed to have agreed to it being held outside Ontario except when 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 held.

3.05 Special Business

All business transacted at a special meeting of Members and all business transacted at an annual meeting of Members are special business, except the following: consideration of the financial statements; consideration of the audit or review engagement report, if any; an extraordinary resolution to have a review engagement instead of an audit or not have an audit or a review engagement; election of Directors as needed; and reappointment of the incumbent auditor or person appointed to conduct a review engagement.

3.06 Notice of Meetings

- (a) Notice of the time and place of a meeting of the Members shall be given not less than ten (10) days and not more than fifty (50) days before the meeting, to each Member entitled to receive notice of the meeting, each Director and the auditor of the Church or the person appointed to conduct a review engagement of the Church in accordance with the manner provided in Section 15.01 of this By-law. Notwithstanding the foregoing, a notice of a meeting of Members need not specify a place of the meeting if the meeting is to be held entirely by one or more telephonic or electronic means.

- (b) If a person may attend a meeting of the Members by telephonic or electronic means, the notice of the meeting must include instructions for attending and participating in the meeting by the telephonic or electronic means that will be made available for the meeting, including, if applicable, instructions for voting by such means at the meeting.
- (c) Notice of a meeting of Members at which special business is to be transacted shall state the nature of that business in sufficient detail to permit a Member to form a reasoned judgment on the business; and state the text of any Special Resolution to be submitted to the meeting.

3.07 Waiving Notice

A Member and any other person entitled to notice of a meeting of Members may in any manner and at any time waive notice of a meeting of Members, and attendance of any such person at a meeting of Members is a waiver of notice of the meeting, except where such person attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.

3.08 Persons Entitled to be Present

The only persons entitled to be present at a meeting of Members shall be those entitled to vote at the meeting, the Directors, the auditor of the Church (or the person who has been appointed to conduct a review engagement, if any) and such other persons who are entitled or required under any provision of the Act, Articles or By-laws of the Church to be present at the meeting. Any other person may be admitted only on the invitation of the chairperson of the meeting or by resolution of the Members.

3.09 Chairperson of the Meeting

The chairperson of Members' meetings shall be the Lead Pastor. In the absence or other inability of the Lead Pastor to act, the Board of Directors shall appoint a designate to act as chairperson of the meeting of the Members.

In the absence of the Lead Pastor, and any delegate of the Board of Directors, or should each one decline to act as chairperson, the Members present and entitled to vote shall choose a Member to be the chairperson of the Members' meeting.

3.10 Quorum

A quorum at any meeting of the Members (unless a greater number of Members are required to be present by the Act) shall be thirty percent (30%) of the Members entitled to vote at the meeting. If a quorum is present at the opening of a meeting of Members, the Members present may proceed with the business of the meeting even if a quorum is not present throughout the meeting. If a quorum is not present at the opening of a meeting of Members, the Members present may adjourn the meeting to a fixed time and place but may not transact any other business.

For the purpose of determining quorum, a Member may be present in person, by proxy or, by telephonic and/or by other electronic means.

3.11 Meetings by Telephonic or Electronic Means

If the Church chooses to make available a telephonic or electronic means that permits all persons entitled to attend a meeting of Members to reasonably participate, then the said meeting of Members may be held entirely by one or more telephonic or electronic means or by any combination of in-person attendance and by one or more telephonic or electronic means. A meeting of Members held in these manners must enable all persons entitled to attend the meeting to reasonably participate. A person who, through telephonic or electronic means, votes at or attends a meeting of the Members is deemed for the purposes of the Act to be present in person at the meeting. A meeting of the Members held in these manners is deemed to be held at the place where the registered office of the Church is located.

3.12 Voting at Meetings

- (a) Show of Hands - Any question at a meeting of Members shall be decided by a show of hands unless a ballot has been demanded by a Member or proxyholder entitled to vote at the meeting or otherwise is required. Unless a ballot is demanded, a declaration by the chairperson of the meeting as to whether or not the question or motion has been carried and an entry to that effect in the minutes of the meeting shall, in the absence of evidence to the contrary, be evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the motion.
- (b) Ballots - On any question proposed for consideration at a meeting of Members, and whether or not a show of hands has been taken thereon, the chairperson of the meeting may require a ballot or any Member or proxyholder entitled to vote on such question at the meeting may demand a ballot. A ballot so demanded shall be taken in such manner as the chairperson shall direct. A demand for a ballot may be withdrawn at any time prior to the taking of the ballot. The result of the ballot so taken shall be the decision of the Members on the question.
- (c) Voting by telephonic or electronic means - If the Church chooses to make available a telephonic or electronic means for voting, a vote at a meeting of the Members may be conducted entirely by one or more telephonic or electronic means or by a combination of one or more telephonic or electronic means and voting in person.

3.13 Absentee Voting by Proxy

Every Member entitled to vote at a meeting of Member but is unable to attend may appoint a proxyholder, or one or more alternate proxyholders, who must be a Member of the Church, to attend and act at the meeting in the manner and to the extent and with the authority conferred by it subject to the following:

- (a) The Church shall send, or otherwise make available, a form of proxy (in a form that complies with the Regulations) to each Member who is entitled to receive notice of the meeting concurrently with or before giving notice of the meeting.
- (b) The proxy must be signed by the Member or the Member's attorney or, if the Member is a body corporate, by an officer or attorney of the body corporate duly authorized.
- (c) The Board may by resolution fix a time not exceeding 48 hours, excluding Saturdays and holidays, before any meeting or continuance of an adjourned meeting of the Members before which time proxies to be used at that meeting must be deposited with the Church or an agent of the Church, and any period of time so fixed must be specified in the notice calling the meeting.
- (d) The proxy is valid only at the meeting for which it is given or, if that meeting is adjourned, at the meeting that continues the adjourned meeting.
- (e) A Member may revoke a proxy by:
 - (i) signing a revocation by the Member or by the Member's attorney or in any other manner permitted by law;
 - (ii) depositing a revocation signed by the Member or by the Member's attorney with the Church and the revocation must be received (i) at the registered office of the Church at any time up to and including the last business day before the day of the meeting or, if the meeting is adjourned, of the continued meeting, at which the proxy is to be used; or (ii) by the chairperson of the meeting on the day of the meeting or, if it is adjourned, of the continued meeting; or
 - (iii) in any other manner permitted by law;
- (f) A person who is appointed a proxyholder shall attend in person, or cause an alternate proxyholder to attend, the meeting in respect of which the proxy is given and shall comply with the directions of the Member who appointed the person.
- (g) A proxyholder or an alternate proxyholder has the same rights as the Member who appointed the proxyholder to speak at a meeting of the Member in respect of any matter, to vote by way of ballot at the meeting and, except where a proxyholder or an alternate proxyholder has conflicting instructions from more than one Member, to vote at the meeting in respect of any matter by way of a show of hands.
- (h) Despite the foregoing, if the chairperson of a meeting of the Members declares to the meeting that, to the best of the chairperson's belief, if a ballot is conducted, the total number of votes of Members represented at the meeting by proxy required to be voted against a matter or group of matters to be decided at the meeting is less than five percent (5%) of all the votes that might be cast at the meeting on such ballot, and if a Member, proxyholder or alternate proxyholder does not demand a

ballot, then (i) the chairperson may conduct the vote in respect of that matter or group of matters by a show of hands; and (ii) a proxyholder or alternate proxyholder may vote in respect of that matter or group of matters by a show of hands.

- (i) A vote referred to in Section 3.13(g) and Section 3.13(h) at a meeting of Members may be conducted entirely by one or more telephonic or electronic means or by a combination of one or more telephonic or electronic means and voting in person but only if the Members are permitted to vote by telephonic or electronic means at that meeting of Members in accordance with Section 3.12(c).

3.14 Votes to Govern

At any meetings of the Members, every question shall, unless otherwise provided by the Articles or By-laws or by the Act, be determined by a majority of the votes cast on the question. In the case of an equality of votes, the vote shall be deemed to have been lost.

3.15 Resolution in Lieu of Meeting

A resolution in writing signed by all the Members entitled to vote on that resolution at a meeting of Members is as valid as if it had been passed at a meeting of the Members, unless a written statement is submitted to the Church by a Director in relation to the Director's resignation or removal, or by the auditor of the Church in relation to the person's resignation, removal or replacement. A copy of every resolution of the Members shall be kept with the minutes of meetings of Members.

3.16 Minutes

Minutes shall be kept at all meetings of Members and signed by the chairperson of the meeting and the Secretary. Minutes of each meeting of Members shall be submitted to all Members at the next meeting of Members.

3.17 Rules of Order

The chairperson of the meeting shall conduct the meeting and, subject to the following sentence, determine the procedure to be followed at the meeting. Any questions of procedures at or for any meetings of the Members, which have not been provided for in this By-law or by the Acts, shall be determined by the chairperson of the meeting in accordance with the most current edition of *Robert's Rules of Order*.

3.18 Adjournment

- (a) The chairperson of any meeting of Members may with the consent of the meeting adjourn the same from time to time.
- (b) If the meeting is adjourned by one or more adjournments for an aggregate of less than thirty (30) days, no notice of such adjournment need be given other than by announcement of all of the following at the time of the adjournment:

- (i) the time of the continued meeting;
 - (ii) if applicable, the place of the continued meeting; and
 - (iii) if applicable, instructions for attending and participating in the continued meeting by the telephonic or electronic means that will be made available for the meeting, including, if applicable, instructions for voting by such means at the meeting.
- (c) If a meeting of Members is adjourned by one or more adjournments for an aggregate of thirty (30) days or more, notice of the adjourned meeting shall be in the manner as if it is an original meeting.
- (d) Any business may be brought before or dealt with at any adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the same.

SECTION IV **CONGREGANTS**

4.01 Definition

A Congregant is a person who regularly attends public worship services of the Church, professes faith in Jesus Christ, respects the Governing Documents and submits to the authority therein, and is involved in approved Church ministry, but who has not made formal application for Membership in the Church. For greater certainty, a Congregant is not a Member of the Church.

4.02 Duties and Privileges

A Congregant shall have the following duties and privileges:

- (a) the duty to minister to one another's spiritual needs as part of the body of Christ;
- (b) the duty to financially support the work of the Church as the Lord directs and personal circumstances permit;
- (c) the duty to respect and submit to the spiritual authority and procedure of the Church as expressed in the Governing Documents;
- (d) the privilege to participate in Church ministries as the Lord directs and personal circumstances permit to the extent that the Board determines appropriate from time to time; and
- (e) the privilege to participate in the ordinances administered by the Church.

SECTION V
BOARD OF DIRECTORS

5.01 Powers

Subject to the Act and the Articles, the Board shall manage or supervise the management of the temporal and administrative activities and affairs of the Church.

5.02 Number

The Board shall consist of the minimum and maximum number of Directors specified in the Articles, although as much as possible the minimum number of Directors in office should be seven (7). The precise number of Directors on the Board shall be determined from time to time by the Members by Special Resolution or, if the Special Resolution empowers the Directors to determine the number of the Directors, by resolution of the Board.

5.03 Qualifications

- (a) Each Director shall be an individual who is at least twenty-five (25) years of age; has not been found under the *Substitute Decisions Act, 1992* or under the *Mental Health Act* to be incapable of managing property; has not been found to be incapable by any court in Canada or elsewhere; does not have the status of a bankrupt, and is not an “ineligible individual” as defined in the *Income Tax Act* (Canada).
- (b) In addition, each Director shall be a Member of the Church and:
 - (i) must have been a Member in good standing of the Church;
 - (ii) is personally committed to Jesus Christ as Saviour and Lord and gives evidence thereof;
 - (iii) fulfil the spiritual qualifications of a Deacon listed in 1 Timothy 3:1-15; Titus 1:5-10, and 1 Peter 5:1-5;
 - (iv) be appointed as a Deacon in the Church;
 - (v) is in full agreement with the Governing Documents;
 - (vi) acknowledges that membership on the Board is not only an administrative role but involves active participation in, and leadership of, ministries of the Church as they are needed;
 - (vii) save and except where permitted by law, does not receive any remuneration either directly or indirectly from the Church and does not have any Family Members who receive remuneration from the Church;

- (viii) is not an employee of the Church;
- (ix) is not the auditor of the Church; and
- (x) does not have a Spouse who is the auditor or a Director.

5.04 Election and Term

- (a) Subject to the Articles, Directors shall be elected by the Members by Ordinary Resolution at each annual meeting of Members at which an election of Directors is required.
- (b) The Directors' term of office shall be three (3) years calculated from the date of the meeting at which they are elected until the close of the third (3rd) annual meeting of Members next following or until their successors are elected. At the conclusion of their term of office, a Director shall be eligible for re-election for an additional term provided that they continue to meet the qualification requirements to be a Director set out in Section 5.03 and subject to the maximum term of office set out in Section 5.04(e) below.
- (c) A Director not elected for an expressly stated term ceases to hold office at the close of the first (1st) annual meeting of Members following the Director's election. If Directors are not elected at a meeting of Members, the incumbent Directors shall continue in office until their successors are elected.
- (d) Subject to the Act and to the extent possible, no more than sixty percent (60%) of the Board of Directors shall retire, take sabbaticals or be replaced within a one (1) year period.
- (e) The maximum number of terms for each Director is two (2) terms of three (3) years. A Director will be eligible for re-election to the Board at the end of the term up to the maximum number of terms provided that such Director continues to meet the qualification requirements to be a Director. Upon the completion of the maximum term on the Board, a minimum of a one (1) year absence is required before eligibility for re-election to the Board is restored.

5.05 Appointment by Directors

The Board may appoint additional Directors for a term expiring not later than the close of the next annual meeting of Members but the total number of Directors appointed may not exceed one-third (1/3) of the number of Directors elected at the previous annual meeting of Members. The precise number of Directors to be appointed in this manner may be fixed by Ordinary Resolution of the Members.

5.06 Consent

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

- (a) the individual consented in writing to hold office as a Director before or within ten (10) days after the election or appointment, or
- (b) the individual elected or appointed consents in writing at any time after ten (10) days after the election or appointment; or
- (c) the individual elected or appointed is re-elected or reappointed where there is no break in the term of office.

5.07 Nomination of Directors

- (a) The Deacons Council shall nominate a slate of candidates equal to the number of Directors retiring plus any vacancies then outstanding, each of whom must meet all of the qualifications set out in Section 5.03, to be presented to the Members for election as a slate at the annual meeting. The Deacons Council shall also determine the election voting process by which the slate of Directors are elected, which shall be decided by a show of hands, except where a ballot is demanded, either before or after the vote by show of hands, by a Member.
- (b) Provided the Members elect by Ordinary Resolution the entire slate of candidates presented by the Deacons Council, such persons shall become members of the Board of Directors.
- (c) If the Members do not elect by Ordinary Resolution the entire slate of candidates presented by the Deacons Council, the Members shall transact any other business to be transacted by the meeting. The chairperson of the meeting shall instruct the Members and the Deacons Council to recommence the process within thirty (30) days of the meeting of Members and shall call a special meeting of Members upon being advised by the Deacons Council that another slate of candidates has been prepared for confirmation by the Members, which special meeting of Members shall take place within one hundred and eighty (180) days of the meeting at which the original slate of candidates was not confirmed. In the interim, the existing members of the Board of Directors shall remain in office and shall serve until replaced at such special meeting of Members. This process shall be repeated until a slate of candidates are elected. If no slate of candidates is elected, the remaining Directors shall be entitled to fill any vacancies on the Board of Directors.

5.08 Ceasing to Hold Office

A Director ceases to hold office when the Director dies, resigns, is removed from office by the Members in accordance with Section 5.10, or no longer fulfils all of the qualifications to be a Director set out in Section 5.03 as determined in the sole discretion of the Board. Where a person is no longer a Director, then such person shall be deemed to have also automatically resigned as an Officer (if it is a requirement to be a Director to hold that particular Officer position) and/or a committee member (if it is a requirement to be a Director to hold that particular committee member position), as applicable, provided that the Board may in its discretion subsequently re-appoint such individual as a committee member if the Board deems it appropriate in the circumstances.

5.09 Resignation

- (a) If the personal circumstances of any Director make it difficult for that Director to devote the necessary time or energy to the work of the Board, then that Director shall be free to resign from the Board without embarrassment or stigma regardless of the remainder of the term of office of that Director.
- (b) A Director may resign as a Director of the Church by submitting a written resignation, to the Secretary who shall call it to the attention of the Lead Pastor.
- (c) A resignation of a Director becomes effective at the time a written resignation is sent to the Church or at the time specified in the resignation, whichever is later. A Director who has resigned may not submit to the Church a written statement pursuant to section 27 of the Act.

5.10 Removal

The Members may, by Ordinary Resolution passed at a special meeting of Members, remove any Director from office before the expiration of the Director's term and may elect a qualified individual to fill the resulting vacancy for the remainder of the term of the Director so removed, failing which such vacancy may be filled by the Board. A Director who is being removed or has been removed may not submit to the Church a written statement pursuant to section 27 of the Act.

5.11 Filling Vacancies

Subject to the Act and the Articles, a quorum of the Directors (as set out in Section 6.08) may fill a vacancy in the Board, except if there has been a failure to elect the number or minimum number of Directors provided for in the Articles. If there is not a quorum of Directors or if there has been a failure to elect the number or minimum number of Directors provided for in the Articles, the Directors then in office shall without delay call a special meeting of the Members to fill the vacancy and, if they fail to call a meeting or if there are no Directors then in office, the meeting may be called by any Member. Notwithstanding the foregoing, a vacancy among the Directors is not required to be filled if the vacancy results from an increase in the number or the minimum number of Directors provided for in the Articles or from a failure to elect that increased number or minimum number of Directors. A Director appointed or elected to fill a vacancy holds office for the unexpired term of their predecessor.

5.12 Authority of Board of Directors

(a) General Authority

The temporal and administrative affairs of the Church shall be managed or supervised by the Board as the controlling Board of the Church. The Board shall make or cause to be made for the Church in its name any kind of contract which the Church may lawfully enter into, save as hereinafter provided, and generally may exercise such other powers and do such other acts and things as the Church is

authorized to do in accordance with the Act and the Governing Documents. The Board of Directors shall focus on developing policy consistent with the mission, values and ends of the Church.

(b) Specific Authority

Without limiting the generality of the foregoing, the Board shall be authorized to carry out the following duties and responsibilities:

- (i) to recommend to the Members a suitable candidate for Lead Pastor for approval by the Members;
- (ii) to delegate authority and responsibility for the management of the Church to the Lead Pastor;
- (iii) to take such steps as are necessary to enable the Church to acquire, accept, solicit or receive legacies, gifts, grants, settlements, bequests, endowments and donations of any kind whatsoever for the purpose of furthering the purposes of the Church;
- (iv) to establish other offices and/or agencies elsewhere in Canada or internationally on behalf of the Church;
- (v) to approve Strategic, Financial and Risk Management Policies;
- (vi) to assess the overall mission, goals and objectives to achieve the strategic direction of the Church;
- (vii) to provide oversight of the Church's Financial Affairs through the Audit and Finance Committee and by reviewing frequently financial statements prepared by management;
- (viii) to approve annual budgets and material changes to the overall budget;
- (ix) to approve borrowing by the Church in accordance with Section 14.05;
- (x) to carry out their fiduciary duty to protect the Church's assets and the Member's spiritual well-being;
- (xi) to be in charge of the auditing process and recommend the Auditor through the Audit and Finance Committee. It is in charge of making sure the audit is done in a timely manner each year and to review management reports; and
- (xii) to generally exercise such power and to do such other acts and things as the Church is, by the Act and the Governing Documents, authorized to do.

(c) Delegation of Duties of the Board

Subject to the Act, the Board may appoint from their number a committee of Directors (which may be referred to as an executive committee) and delegate to the committee any of the powers of the Board, except those which may not be delegated by the Board pursuant to subsection 36(2) of the Act. Unless otherwise determined by the Board, such a committee shall have the power to fix its quorum at not less than a majority of its members, to elect its chair and to otherwise regulate its procedure.

5.13 Board Report

The Board shall, through the Chair of the Board, report to the Members at the annual meeting of Members. At the said meeting, the Chair of the Board shall be available to answer any questions by Members and to entertain any motion arising from the floor concerning the proceedings of the Board. In addition, the Board, when possible, shall either post or distribute a brief written report as soon as possible after each monthly meeting of the Board.

5.14 Remuneration of Directors

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

5.15 Remuneration of Officers, Agents, Employees

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

SECTION VI
MEETINGS OF DIRECTORS

6.01 Place of Meetings

Meetings of the Board may be held at the head office of the Church or at any other place within or outside of Canada, as the Board may determine.

6.02 Regular Meetings

Regular meetings of the Board shall be held at such time and place as shall be determined by the Chair of the Board and/or by the Lead Pastor in his/her role to chair Board meetings in accordance with Section 6.11 . The Lead Pastor shall be invited to all regular meetings of the Board, unless specifically excluded by the Board. The dates for regular meetings shall be published in a schedule by the Chair of the Board and/or by the Lead Pastor and then distributed to all Directors as soon as possible after each annual meeting of Members. No other notice shall be required for any such regular meeting, except that a notice must be provided to specify any matter referred to in subsection 36(2) of the Act that is to be dealt with at the meeting.

6.03 Other Meetings

Other meetings of the Board may be called by the Chair of the Board and/or the Lead Pastor upon written notice or upon written request of any two (2) Directors to the Chair of the Board who shall then give notice of a special meeting of the Board at such place set out in the notice as soon as possible thereafter.

6.04 Calling of Meetings

Meetings of the Board may be called by the Chair of the Board and/or the Lead Pastor or any two (2) Directors at any time.

6.05 Notice of Meeting

- (a) Notice of the time and place for the holding of a meeting of the Board shall be given in the manner provided in Section 15.01 of this By-law to every Director of the Church not less than forty-eight (48) hours before the time when the meeting is to be held. Notwithstanding the foregoing, a notice of a meeting of Directors need not specify the place of the meeting if the meeting is to be held entirely by one or more telephonic or electronic means.
- (b) If a Director may attend a meeting of the Board by telephonic or electronic means, the notice of the meeting must include instructions for attending and participating in the meeting by the telephonic or electronic means that will be made available for the meeting, including, if applicable, instructions for voting by such means at the meeting.
- (c) Notice of a meeting that continues an adjourned meeting of Directors is not required to be given if all of the following are announced at the time of an adjournment:
 - (i) the time of the continued meeting;
 - (ii) if applicable, the place of the continued meeting; and
 - (iii) if applicable, instructions for attending and participating in the continued meeting by the telephonic or electronic means that will be made available

for the meeting, including, if applicable, instructions for voting by such means at the meeting.

6.06 Waiving Notice

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

6.07 First Meeting of New Board

Provided that a quorum of Directors is present, a newly elected Board may, without notice, hold its first meeting immediately following the meeting of Members at which such Board is elected.

6.08 Quorum

A majority of the number of Directors specified in the Articles constitutes a quorum at any meeting of the Board; provided that where there is a minimum and maximum number of Directors specified in the Articles, a quorum shall be a majority of the number of Directors determined in accordance with Section 5.02. For the purpose of determining quorum, a Director may be present in person, or, if authorized under this By-law, by teleconference and/or by other electronic means.

6.09 Meeting by Telephone or Electronic Means

A meeting of Directors may be held entirely by one or more telephonic or electronic means or by any combination of in-person attendance and by one or more telephonic or electronic means. A meeting of Directors held in these manners must ensure that all persons attending the meeting are able to communicate with each other simultaneously and instantaneously. A person who, through telephonic or electronic means, attends a meeting of Directors is deemed for the purposes of the Act to be present in person at the meeting.

6.10 No Alternate Directors

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

6.11 Chairperson of the Meeting

The chairperson of Board meetings shall be the Lead Pastor, subject to the discretion of the Board from time to time, although he/she is not a Director and does not have a vote at any Board meetings. If the Lead Pastor is absent or unable to act, then the Chair of the Board shall chair the applicable Board meeting. If both the Lead Pastor and the Chair of the Board are absent or unable to act, then the Directors who are present shall choose one among them to chair the applicable Board meeting.

6.12 Votes to Govern

Each Director may exercise one (1) vote. At all meetings of the Board, every question shall be decided by a majority of the votes cast on the question. In the case of an equality of votes, the vote shall be deemed to have been lost.

6.13 Dissent at Meeting

Subject to the Act, a Director who is present at a Board meeting or a meeting of a committee of Directors is deemed to have consented to any resolution passed or action taken at the meeting unless:

- (a) the Director's dissent is entered in the minutes of the meeting; or
- (b) the Director requests that the Director's dissent be entered in the minutes of the meeting; or
- (c) the Director gives the Director's dissent in writing to the secretary of the meeting before the meeting is terminated; or
- (d) the Director submits (in such manner required by the Act and the Regulations) the Director's dissent immediately after the meeting is terminated to the Church;

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

6.14 Dissent of Absent Director

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

- (a) causes the Director's dissent to be placed with the minutes of the meeting; or
- (b) submits (in such manner required by the Act and the Regulations) the Director's dissent to the Church.

6.15 Resolutions in Writing

A resolution in writing, signed by all the Directors entitled to vote on that resolution at a meeting of the Board or committee of Directors, shall be as valid as if it had been passed at a Board meeting. A copy of every such resolution in writing shall be kept with the minutes of the proceedings of the Board or committee of Directors.

6.16 Meetings In Camera

Where matters confidential to the Church are to be considered at a meeting of the Board, the part of the meeting concerning such matters may be held in camera. In addition, where a matter of a personal nature concerning a person may be considered at a meeting of the

Board, the part of the meeting concerning the person shall be held in camera, unless there is mutual agreement to the contrary by the Board and such person.

6.17 Disclosure of Interest

(a) Prohibition

Save and except where permitted by law and as approved by the Board, a Director and the Director's family members shall not enter into a contract, business transaction, financial arrangement or other matter with the Church in which the Director or any of the Director's family members, or any person closely connected to the Director, has any direct or indirect pecuniary or personal interest, gain or benefit. In this Section 6.17, "family members" means a person's Spouse, children, parents, grandparents, siblings, or the Spouses of such children, parents, grandparents, or siblings, or the children or parents of such person's Spouse(s), who are living with and/or financially supporting or supported by the person.

(b) Disclosure

- (i) Pursuant to the Act, a Director of the Church shall disclose, at the time and in the manner required by the Act, in writing to the Church or request to have entered in the minutes of Board meetings, the nature and extent of any interest that the Director has in any material contract or transaction or proposed material contract or transaction with the Church if the Director:
 - (1) is a party to such material contract or transaction or proposed material contract or transaction with the Church; or
 - (2) is a director or an officer of, or has a material interest in, any person who is a party to such material contract or transaction or proposed material contract or transaction with the Church.
- (ii) In addition to the disclosure made under Section 6.17(b)(i), any Director who has any material direct or indirect pecuniary or personal interest, gain or benefit in an actual or proposed contract, business transaction, financial arrangement or other matter with the Church as described in Section 6.17(a) above, whether permitted by law or not, shall declare their interest therein at the first opportunity at a meeting of the Board.

(c) Material Interest

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

(d) Procedure Where Disclosure

The chairperson of Board meetings shall request any Director who has made a disclosure referred to in Section 6.17(b) to be absent during the discussion of the matter, with such action being recorded in the minutes. The Director shall not vote on any resolution to approve such contract except as provided by the Act.

(e) Consequences of Contravention

In the event that the Board proceeds with a contract, business transaction, financial arrangement, or other matter, in which a Director has a direct or indirect pecuniary or personal interest, gain or benefit in contravention of this Section, save and except where permitted by law and approved by the Board, such Director shall be required to immediately resign from the Board, failing which the Director shall be deemed to have resigned from the Board upon the passing of a Board resolution to that effect.

6.18 Confidentiality

Every Director, Officer, committee member, employee and volunteer, shall respect the confidentiality of matters brought before the Board or before any committee of the Board, or any matter dealt with in the course of employment or involvement of such person in the activities of the Church. All materials whether in print or electronic format shall be the property of the Church and every Director, Officer, committee member, employee or volunteer shall, when requested by the Church, return or destroy such materials upon termination of their association with the Church.

6.19 Rules of Order

The chairperson of the meeting shall conduct the meeting and, subject to the following sentence, determine the procedure to be followed at the meeting. Any questions of procedures at or for any meetings of the Directors, which have not been provided for in this By-law or by the Acts, shall be determined by the chairperson of the meeting in accordance with the most current edition of *Robert's Rules of Order*.

**SECTION VII
DEACONS COUNCIL**

7.01 Definition

The Deacons Council shall be a body of spiritually qualified persons referred to in 1 Timothy 3:1-7, Titus 1:5-10 and 1 Peter 5:1-5. They shall be responsible to assist the Lead Pastor in the overall spiritual ministry of the Church. They are not assigned to any authority but are to serve the congregation under the leadership of the Lead Pastor.

7.02 Qualifications

A person may be considered for appointment as a Deacon if they fulfil all of the following

qualifications:

- (a) the person must be a Member of the Church in good standing;
- (b) the person must fulfill the spiritual qualifications of a church leader as set out in 1 Timothy 3:1-7, Titus 1:5-10 and 1 Peter 5:1-5;
- (c) the person must recognize that appointment as a Deacon is a commitment to humble service, not a position of honour or status, nor a reward for past service; and
- (d) the person must recognize that an appointment as a Deacon shall involve active participation in and leadership of the spiritual ministries of the Church as they are needed.

7.03 Appointment

The Lead Pastor will appoint the Deacons.

7.04 Term

A Deacon shall hold office as long as they meet the qualifications set out in Section 7.02 and are capable of fulfilling a Deacon's duties and responsibilities.

7.05 Withdrawal from Membership

A Deacon may withdraw at any time as a Deacon of the Church by delivering to the Lead Pastor their written resignation, which shall contain an explanation for such withdrawal.

7.06 Removal

The Lead Pastor may remove a Deacon from office at any time that such Deacon no longer fulfills all of the qualifications of a Deacon as set out in Section 7.02.

7.07 Duties of Deacons Council

The Deacons shall nominate a slate of candidates for election as the Directors in accordance with Section 5.07 of this By-law.

The Deacons shall carry out such other duties as the Lead Pastor requires, subject to the By-law, the Act and any Policies of the Directors.

7.08 Meetings of the Deacons Council

- (a) The Deacons Council shall meet at such time and place and upon such notice as the Lead Pastor deems necessary.
- (b) A quorum for a meeting of the Deacons Council shall be a majority of the Deacons.

- (c) The Lead Pastor or the Lead Pastor's designate shall act as chair of the Deacons Council.
- (d) The Deacons shall keep minutes of each meeting of the Deacons Council at which voting is required. The Lead Pastor shall appoint a Deacon to act as secretary of such meetings.

SECTION VIII **LEAD PASTOR**

8.01 Definition and Duties of the Lead Pastor

The Lead Pastor shall be the spiritual director of the Church and shall be deemed by virtue of his or her position to be a Member of the Church. The duties and rights of the Lead Pastor shall be as follows:

- (a) to provide spiritual leadership for the Church and to work in conjunction with the Deacons Council in implementing such spiritual leadership;
- (b) to work in conjunction with the Board in formulating and recommending Policies to the Church as may be necessary from time to time;
- (c) to exercise general supervisory authority over all staff members of the Church, including the hiring or removal of staff members, in accordance with this By-law, applicable Policies and laws as the case may be;
- (d) to fulfill the qualifications for a pastor as outlined in Scripture and to ensure that his or her lifestyle does not evidence unethical or immoral conduct or behaviour that is unbecoming of a Christian or contrary to biblical principles;
- (e) to be in full agreement with, uphold and be subject to the Governing Documents and the duty to uphold the teachings of the Church as set out in its Governing Documents and By-laws and to abstain from participating in any activities which are in contravention of those teachings, or which would place the Church in a position where it would have to act in a manner which is not in keeping with its teachings;
- (f) to chair all meetings of the Members; and
- (g) to receive notification and minutes of all meetings of the Board and to be present, fully participate at and chair all Board meetings, provided that, except where permitted by law, the Lead Pastor shall not be a Director nor have a vote thereon and shall not be present when the Board is discussing his/her position, salary or benefits, but may in the discretion of the Board be present when the Board is discussing other aspects of his/her position.

- (h) to be an ex-officio member with power to vote (or appoint a designate without power to vote) on all committees and boards of the Church, with the exception of the Board;
- (i) to develop the strategy, mission, vision, objectives and goals of the Church for the Board's approval;
- (j) to develop all operational policies (financial, administrative and operational) and manage the day to day operations of the Church;
- (k) to manage the annual budget as approved by the Board;
- (l) to implement a system of internal controls to ensure the safety of the Church's assets; and
- (m) to implement strategic, financial, risk management Policies approved by the Board and a system of reporting to the Board.

8.02 The Calling of the Lead Pastor

Whenever a vacancy in the position of Lead Pastor occurs, the Board of Directors shall interview and recommend to the Membership a suitable candidate.

The candidate for Lead Pastor shall:

- (a) be born again in accordance with John 3:3;
- (b) be baptized in the Holy Spirit;
- (c) be ordained or qualified to be ordained by the Pentecostal Assemblies of Canada;
- (d) have a minimum of ten (10) years of pastoral experience;
- (e) be the husband of one wife / or the wife of one husband (if married);
- (f) be of good reputation;
- (g) have highly developed leadership skills and abilities;
- (h) demonstrate servant leadership in accordance with the example of Christ; and
- (i) be willing to adhere to the Church Constitution, Articles, Policies and Statement of Faith.

After conducting their investigation, the pastoral search committee shall recommend a suitable candidate for Lead Pastor to the Board of Directors for consideration. Provided that the Board of Directors are satisfied that the candidate for Lead Pastor meets the criteria set forth in Section 8.02 herein, they shall recommend that the Board of Directors present the candidate to the Members for a formal vote at a meeting called for this purpose. Upon

adoption of a Special Resolution by the Members, the Board of Directors shall hire the candidate as Lead Pastor. In the event of failure to achieve the necessary approval from the Membership, the process shall be repeated.

8.03 Vacancy

In the case of a vacancy in the position of the Lead Pastor, the Board of Directors will be responsible to designate personnel to perform the daily operations of the Church until an election of a new Lead Pastor as set out above can be made.

8.04 Resignation of Lead Pastor

If the Lead Pastor wishes to resign, the individual shall first notify the Board in writing together with an explanation and shall provide no less than sixty (60) days' notice prior to the effective date of the resignation, unless otherwise agreed to by the Board of Directors. Such resignation will be deemed to include a resignation by the Lead Pastor as a Member of the Church and where applicable, as an ex-officio member on all committees.

8.05 Removal of the Lead Pastor

- (a) Official charges, allegations, or complaints against the Lead Pastor in matters involving his or her morality, integrity or doctrinal soundness, must be made to the Board of Directors. The Board of Directors shall have plenary authority on whether any of the above matters would warrant an investigation for the removal of the Lead Pastor from his position at the Church in accordance with applicable policies and procedures.
- (b) In the event it has been established to the Board's satisfaction a Lead Pastor has neglected his or her duty in doctrine to the Church, or his or her ministry has ceased to be effective, the Board of Directors may ask for the resignation of the Lead Pastor. If such resignation is refused, the Pastorate shall not be considered vacant until the action of the Board of Directors to remove the Lead Pastor has been confirmed by a majority vote of the Members at a special meeting called for that purpose.
- (c) The removal of the Lead Pastor in accordance with this section herein shall be deemed to constitute his or her removal as a Member and as an ex-officio Member of all committees of the Church.

SECTION IX OFFICERS

9.01 Names of Officers

(a) Mandatory Officers

The Officers of the Church shall be:

- (i) Chair of the Board;
 - (ii) Treasurer; and
 - (iii) Secretary.
- (b) Other Officers

The Board may appoint such other Officers as the Board determines is appropriate and the duties of such Officers shall be determined at the discretion of the Board.

9.02 Appointment of Officers

The Board shall appoint Officers as frequently as is required, specify their duties subject to this By-law, and, subject to the Act, delegate to such Officers the power to manage the affairs of the Church. An Officer may, but need not be, a Director unless this By-law otherwise provides. Except for the Chair of the Board, a person may be appointed to, and hold, more than one office including the offices of Secretary and Treasurer.

9.03 Description of Offices

- (a) Chair of the Board

The Chair of the Board shall be a Director. The Chair of the Board, if any, shall, when present, preside at all meetings of the Board, committees of Directors, if any, and the Members, where the Lead Pastor does not fulfill these responsibilities in accordance with this By-law. The Chair of the Board shall also carry out such other duties as are directed from time to time by the Membership or by the Board.

- (b) Treasurer

The Treasurer may but is not required to be a Director. The Treasurer shall be responsible for the maintenance of proper accounting records in compliance with the Act as well as the deposit of money, the safekeeping of securities and the disbursement of funds of the Church. Whenever required, the Treasurer shall render to the Board an account of all such person's transactions as Treasurer and of the financial position of the Church. The Treasurer shall also carry out such other duties as are directed from time to time by the Membership or by the Board.

- (c) Secretary

The Secretary may but is not required to be a Director. The Secretary shall attend and be the Secretary of all meetings of the Board and Members. The Secretary shall: (1) enter or cause to be entered in the Church's minute book, minutes of all proceedings at such meetings; (2) give, or cause to be given, as and when instructed, notices to Members, Directors and the auditor; and (3) be the custodian of all books, papers, records, documents and other instruments belonging to the Church. The

Secretary shall also carry out such other duties as are directed from time to time by the Membership or by the Board.

(d) Lead Pastor

The Lead Pastor shall be the primary spiritual overseer of the Church and shall preside at all meetings of Members and the Board unless otherwise required by the Act or this By-law. The Lead Pastor shall, subject to the authority of the Board, have general supervision of the affairs of the Church. The Lead Pastor shall be entitled to receive notice of and to attend and speak at all meetings of the Board as a non-member thereof without the right to vote, save and except when the Board is discussing the position, salary or benefits of the Lead Pastor.

9.04 Qualifications for Officers

A person may be considered for election or appointment as an Officer of the Church if the person fulfills all of the following qualifications:

- (a) is a Member in good standing of the Church;
- (b) is at least twenty-five (25) years of age;
- (c) has not been found by a court in Canada or elsewhere to be mentally incompetent;
- (d) does not have the status of a bankrupt;
- (e) has an active involvement within the Church;
- (f) recognizes that appointment as an Officer is a commitment to humble service, not a position of honour or status, nor a reward for past services; and
- (g) complies with all of the duties and restrictions of their respective Officer positions as set out in this By-law.

9.05 Delegation of Duties of Officers

Unless otherwise provided for by the Board, the Officers of the Church shall be responsible for the duties set forth in this By-law but are not necessarily required to perform such duties personally, and as such may delegate to other persons the performance of any or all of such duties, provided that such Officer remains accountable to the Board in relation to the duties that have been so delegated.

9.06 Term and Maximum Term of Officers

Officers who are not employees of the Church shall hold their position for a period of three (3) years, or, in those cases where an Officer is appointed by the Board to fill a vacancy during the year, until the first (1st) meeting of the Board immediately following the annual meeting of Members. There is no maximum term of office for an Officer and as such, an

Officer will be eligible for re-election on a consecutive basis thereafter provided that such Officer continues to meet the applicable qualification requirements.

Officers who are employees of the Church shall hold office at the discretion of the Board.

9.07 Resignation of Officers

If, for any reason, any Officer chooses to resign their position, a letter of resignation together with an explanation shall be directed to the Board at least thirty (30) days, if possible, prior to the effective date of such resignation and the Board shall then have the power to accept such resignation on behalf of the Church.

9.08 Removal from Office

Any Officer may be removed by seventy-five percent (75%) of the votes cast by the Board of Directors at a meeting of which notice of intention to present such resolution has been given to all Directors in accordance with any applicable Policies and procedures.

9.09 Vacancy

The position of an Officer shall be automatically vacated if any of the following situations occur:

- (a) such Officer resigns their office by delivery of a written resignation to the Board;
- (b) such Officer no longer fulfills all the qualifications of an Officer as set out in Section 9.04;
- (c) such Officer is removed from office by a majority of the votes cast by the Board of Directors as set out in Section 9.08;
- (d) such Officer, in the opinion of at least a two-thirds majority of the votes cast at a Board meeting and confirmed by a Special Resolution of the Members, has evidenced unethical or immoral conduct or behaviour that is unbecoming of a Christian contrary to Biblical principles, or is no longer willing to comply with, adhere to or submit to the scriptural authority and procedures set out in the Governing Documents;
- (e) such Officer is determined by a resolution adopted by not less than seventy-five percent (75%) of the votes cast by Members at a meeting called for that purpose to be unfit to hold office as an Officer of the Church for any reason; or
- (f) such Officer's death.

If any vacancies should occur for any reason as set out in this Section 9.09, the Board may fill the vacancy during the remaining term.

9.10 Remuneration of Officers

The remuneration of any Officers appointed by the Board shall be determined in accordance with Section 5.15.

9.11 Agents and Attorneys

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

9.12 Disclosure (Conflict of Interest)

- (a) An Officer who is a Director shall have the same duty to disclose such Officer's interest in a material contract or transaction or proposed material contract or transaction with the Church, as is imposed upon Directors pursuant to the provisions of the Act and the By-laws set out in Section 6.17.
- (b) An Officer who is not a Director shall have the same duty to disclose such Officer's interest in a material contract or transaction or proposed material contract or transaction with the Church, as is imposed upon Directors pursuant to the provisions of the Act and the By-laws set out in Section 6.17.
- (c) In all cases, any such contract or proposed contract may be referred to the Board or Members for approval in accordance with the Act, even if such contract is one that in the ordinary course of the Church's affairs would not require approval by the Board or Members.

SECTION X **PROTECTION OF DIRECTORS, OFFICERS AND OTHERS**

10.01 Duties of Directors and Officers

Every Director and Officer in exercising such person's powers and discharging such person's duties shall act honestly and in good faith with a view to the best interests of the Church and shall exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. Every Director and Officer of the Church shall comply with the Act, the Regulations, Articles, By-laws and policies of the Church.

10.02 Limitation of Liability

No Director or Officer shall be personally liable for the acts, receipts, neglects or defaults of any other Director, Officer or employee, or for joining in any receipt of other act for conformity, or for any loss, damage or expense happening to the Church through the insufficiency or deficiency of title to any property acquired for or on behalf of the Church, or for the insufficiency or deficiency of any security in or upon which any of the money of the Church shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious acts of any person with whom any of the money, securities or effects

of the Church shall be deposited, or for any loss occasioned by any error of judgment or oversight on the Director or Officer's part, or for any other loss, damage or misfortune which shall happen in the execution of such person's duties of office, unless the same are occasioned by the Director or Officer's own wilful neglect or default or otherwise result from the Director or Officer's failure to act in accordance with the Act and the Regulations.

10.03 Indemnity of Directors and Officers

Subject to the Act, the Church shall indemnify a Director or Officer, a former Director or Officer, or any other individual who acts or acted at the Church's request as a director or officer, or in a similar capacity, of another entity, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by such person in respect of any civil, criminal, administrative or investigative or other action or proceeding in which the individual is involved because of that association with the Church or other entity if,

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

provided that due consideration is first given to the requirements under the *Charities Accounting Act* (Ontario) for the purchase of directors' and officers' liability insurance.

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

10.04 Indemnity of Others

The Church shall also indemnify such other persons in such other circumstances as the Act or the law permits or requires. Nothing in this By-law shall limit the right of any person entitled to indemnity to claim indemnity apart from the provision of this By-law to the extent permitted by the Act or the law.

10.05 Insurance

Subject to the Act, the Church may purchase and maintain insurance for the benefit of any person entitled to be indemnified by the Church pursuant to the immediately preceding Section as the Board may determine from time to time against any liability incurred by the individual:

- (a) in the individual's capacity as a Director or an Officer of the Church; or

- (b) in the individual's capacity as a Director or an Officer, or in a similar capacity, of another entity, if the individual acts or acted in that capacity at the Church's request;

provided that due consideration is first given to the requirements under the *Charities Accounting Act* (Ontario) for the purchase of directors' and officers' liability insurance.

10.06 Advances

The Church may advance money to a Director, Officer or other individual for the costs, charges and expenses of an action or proceeding for which indemnity is provided by the Church pursuant to the Act or this By-law. The individual shall repay the money if the individual does not fulfil the conditions set out in Section 10.03(a) and Section 10.03(b).

SECTION XI **COMMITTEES**

11.01 Establishment of Committees

The Board may from time to time appoint any committee or other advisory body, as it deems necessary or appropriate for such purposes and, subject to the Act, with such powers as the Board shall see fit. Any committee member may be removed by the Board. Unless otherwise determined by the Board, a committee shall have the power to fix its quorum at not less than a majority of its members, to elect its chair and secretary as applicable, as well as to otherwise regulate its procedure. The standard terms of reference for committees of the Church shall be set forth in a Policy.

11.02 No Remuneration

The members of the committee, save and except where such members are employees of the Church, shall serve as such without remuneration and no member of the committee shall directly or indirectly receive any profit from their position as such, nor shall any member of the committee receive any direct or indirect remuneration from the Church, except where approved by the Board, provided that committee members may be reimbursed for such expenses incurred by them in the performance of their duties determined to be reasonable in the circumstances in accordance with any Policy established by the Board.

11.03 Limits on Authority of Committees

No committee, including the Executive Committee, has authority to:

- (a) submit to the Members any question or matter requiring approval of the Members;
- (b) fill a vacancy among the Directors or in the office of the Auditor or of a person appointed to conduct a review engagement of the Church;
- (c) appoint additional Directors;

- (d) issue debt obligations except as authorized by the Board of Directors;
- (e) approve any financial statements;
- (f) adopt, amend or repeal any By-Law; or
- (g) establish contributions to be made, or dues to be paid, by Members.

SECTION XII **POLICIES**

12.01 Policies

In consideration of the ongoing need for the Church to provide guidelines and directions to its Members on practical applications of biblical teachings and Christian conduct, the Church may adopt a Policy(ies) on such matters as are deemed necessary from time to time by the Board of Directors. For greater certainty, every Policy adopted by the Church through the Board shall be consistent with the Purposes and Statement of Faith of the Church.

SECTION XIII **GENERAL**

13.01 Registered Office

The registered office of the Church shall be situated in Ontario at the location specified in the Articles. The Directors may change the location of its registered office within a municipality or geographic township by resolution. The Members may change the municipality or geographic township in which its registered office is located to another place in Ontario by Special Resolution.

13.02 Execution of Documents

Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the Church may be signed by any two (2) of its Officers. Notwithstanding the foregoing, the Board may from time to time direct the manner in which and the person or persons by whom a particular document or type of document shall be executed. Any signing Officer may certify a copy of any instrument, resolution, By-law or other document of the Church to be a true copy thereof.

SECTION XIV **FINANCIAL MATTERS**

14.01 Financial Year

Unless otherwise changed by resolution of the Board, the financial year end of the Church shall be the 30th day of September in each year. For greater certainty, changes to the

financial year end shall be subject to approval of the Canada Revenue Agency under the *Income Tax Act*.

14.02 Banking Arrangements

The banking business of the Church shall be transacted at such bank, trust company or other firm or corporation carrying on a banking business in Canada or elsewhere as the Board may designate, appoint or authorize from time to time. The banking business or any part thereof shall be transacted by any two (2) Officers of the Church and/or other persons as the Board may from time to time designate, direct or authorize.

14.03 Auditor and Financial Review

(a) Annual Appointment

Unless otherwise permitted by the Act, the Members shall, by Ordinary Resolution at each annual meeting, appoint an auditor to hold office until the next following annual meeting to conduct an audit in respect of the Church's financial year. If the Church's annual revenue in a financial year is more than \$100,000 (or such other prescribed amount in the Regulations) and less than \$500,000 (or such other prescribed amount in the Regulations), the Members may, by extraordinary resolution, have a review engagement instead of an audit in respect of that financial year. If the Church's annual revenue in a financial year is \$100,000 or less (or such other prescribed amount in the Regulations); the Members may, by extraordinary resolution, not appoint an auditor and not have an audit or a review engagement in respect of that financial year. Extraordinary resolution means a resolution that is, (a) submitted to a special meeting of the members of a corporation duly called for the purpose of considering the resolution and passed at the meeting, with or without amendment, by at least eighty (80) per cent of the votes cast, or (b) consented to by each Member of the Church entitled to vote at a meeting of the Members or the Member's attorney.

The auditor must meet the qualifications in the Act, including being independent of the Church and its affiliates, as well as the Directors and Officers of the Church and its affiliates. The Directors may fill any casual vacancy in the office of the auditor to hold office until the next following annual meeting. The remuneration of the auditor may be fixed by Ordinary Resolution of the Members, or if not so fixed, shall be fixed by the Board.

(b) Removal of Auditor

Subject to the Act, the Members may

- (i) remove any Auditor by Special Resolution at a Special Meeting at which notice of intention to pass the resolution has been given; or

- (ii) by Ordinary Resolution at a Special Meeting, remove any Auditor or a person appointed to conduct a review engagement before the expiration of the term of office in accordance with the Act;

as applicable, and may elect a replacement to fill such vacancy. Where the Members do not fill the vacancy, the Directors may do so in accordance with Section 14.03(c).

The Auditor may give reasons opposing the Auditor's removal at or before the Special Meeting called to remove the Auditor. The Auditor shall provide any such statement to the Board. Any such statement provided by the Auditor shall be included in the notice of the Special Meeting called to remove the Auditor.

(c) Vacancy in the Office of Auditor

Subject to the Articles and the Act, the Board shall fill any vacancy in the office of Auditor or a person appointed to conduct a review engagement.

(d) Remuneration of Auditor

The remuneration of an Auditor may be fixed by the Members by Ordinary Resolution, or if the Members do not do so, then the remuneration shall be fixed by the Directors.

14.04 Annual Financial Statements

- (a) The Finance Committee shall prepare each year prior to the annual meeting of Members financial statements for the preceding year prepared in accordance with the financial reporting standards of the Chartered Professional Accountants of Canada for Charitable and Non-Profit Organizations as may be in place from time to time;
- (b) The financial statements shall be forwarded to the Board for approval prior to the annual meeting of Members and shall thereafter be made available to the Members for review in accordance with Section 14.04(c) below.
- (c) The financial statements and any other documents required by the Act shall be presented at the annual meeting of Members for approval by the Members.
- (d) The Church shall send copies of the annual financial statements and other documents referred to in subsection 84(1) of the Act to all Members who have informed the Church that they wish to receive a copy of those documents not less than twenty-one (21) days (or the prescribed five (5) days under the Regulations) before the day, or such other period as required by the Act or the Regulations, on which an annual meeting of Members is held or before the day on which a written resolution in lieu of an annual meeting is signed.

14.05 Borrowing

(a) Borrowing Powers

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

- (i) borrow money on the credit of the Church;
- (ii) issue, reissue, sell or pledge debt obligations of the Church;
- (iii) give a guarantee on behalf of the Church to secure performance of an obligation of any person; and
- (iv) mortgage, pledge or otherwise create a security interest in all or any property of the Church, owned or subsequently acquired, to secure any obligation of the Church.

(b) Authorization

From time to time, the Board may authorize any Director or Officer or other persons of the Church to make arrangements with reference to money borrowed or to be borrowed as to the terms and conditions of the loan thereof, and as to the security to be given therefor, with power to vary or modify such arrangements, terms and conditions and to give such additional security as the Board may authorize and generally to manage, transact and settle the borrowing of money by the Church.

SECTION XV NOTICES

15.01 Method of Giving Notices

Any notice required to be sent to any Member or Director or to the auditor or person who has been appointed to conduct a review engagement shall be provided by telephone, delivered personally, or sent by prepaid mail, facsimile, email or other electronic means to such Member at the Member's latest address as shown in the records of the Church; or such Director at the Director's latest address as shown in the records of the Church or in the most recent notice or return filed under the *Corporations Information Act*, whichever is the more current; or such auditor or the person who has been appointed to conduct a review engagement at its business address; provided that if no address be given then to the last address of such person known to the Secretary or his/her designate; provided further always that notice may be waived or the time for the notice may be waived or abridged at any time with the consent in writing of the person entitled thereto. A notice, communication or document so delivered shall be deemed to have been given when it is delivered personally or at the address aforesaid; a notice, communication or document so mailed shall be deemed to have been given when it is deposited in a post office or public letter box; and a notice, communication or document so sent by facsimile, email or other electronic means,

shall be deemed to have been given when it is received by the addressee or when the notice enters the information system designated by the addressee, whichever is earlier.

15.02 Computation of Time

Where a given number of days' notice or notice extending over a period is required to be given under the By-laws, the day of service, posting or other delivery of the notice shall not, unless it is otherwise provided, be counted in such number of days or other period.

15.03 Undelivered Notices

If any notice given to a Member is returned on three (3) consecutive occasions because such Member cannot be found, the Church shall not be required to give any further notices to such Member until such Member informs the Church in writing of the Member's new address.

15.04 Omissions and Errors

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

15.05 Waiver of Notice

Any Member, proxyholder, Director, Officer, member of a committee of the Board or auditor may waive or abridge the time for any notice required to be given to such person, and such waiver or abridgement, whether given before or after the meeting or other event of which notice is required to be given shall cure any default in the giving or in the time of such notice, as the case may be. Any such waiver or abridgement shall be in writing except a waiver of notice of a meeting of Members or of the Board or of a committee of the Board, which may be given in any manner.

SECTION XVI **AMENDMENTS**

16.01 Amendment of Articles

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

16.02 Amendment of By-laws

Subject to the Act, the Board may from time to time enact By-laws relating in any way to the Church or to the conduct of its affairs, and may from time to time by By-law amend,

repeal or re-enact the By-laws but no By-law shall be effective until sanctioned by a Special Resolution of the Members.

SECTION XVII **TRANSITION PROVISIONS**

17.01 Members

Upon this By-law coming into effect, the Members at the time when this By-law comes into effect shall continue to be the Members under this By-law.

17.02 Directors and Officers

- (a) Upon this By-law coming into effect, the Directors and Officers then in office at the time when this By-law comes into effect shall continue to remain in office for the remainder of their respective term until their respective successors are elected in accordance with this By-law.
- (b) The number of terms served by the Directors up to the time of this By-law coming into effect shall be included in the maximum number of terms Directors are permitted to be served under this By-law.

SECTION XVIII **IDENTIFICATION AND REPEAL OF FORMER BY-LAWS**

18.01 Repeal of Former General Operating By-law

- (a) General Operating By-law No. 2020-1, enacted on the 26th day of September, 2020, is hereby repealed and replaced by General Operating By-law herein effective immediately upon the enactment of this By-law at the time of confirmation by the Members of the Church.
- (a) The said repeal of By-law No. 2020-1 shall not affect the previous operations of such By-law so repealed or affect the validity of any act done or right, privilege, obligation or liability acquired or incurred under the validity of any contract or agreement made pursuant to any such By-law prior to its repeal. All Officers and persons acting under such By-law so repealed shall continue to act as if appointed under the provisions of this By-law. All Board or Members' resolutions, with continuing effect, passed under such repealed By-law shall continue to be valid, except to the extent inconsistent with this By-law, and until amended or repealed.

ENACTED by the Directors of the Church this 19th day of August, 2024.

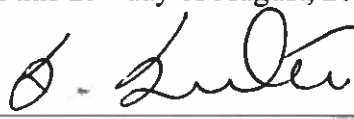


Denise Steele: Chair of the Board



Sureka Selvarajah: Secretary

CONFIRMED by the Members of the Church this 25th day of August, 2024.



Sureka Selvarajah: Secretary

SCHEDULE A



STATEMENT OF ESSENTIAL TRUTHS AND POSITIONS AND PRACTICES

Amended by General Conference, May 2024

ARTICLE 5 STATEMENT OF ESSENTIAL TRUTHS

PREAMBLE

This version of the Statement of Essential Truths represents the result of an extensive collaborative process to rephrase and refresh what is most essential to us. As before, we make no claim that this statement covers all biblical truth, nor that the human phraseology employed here is inspired. We recognize as we did at the outset of our movement that there is some diversity of theological thought among us, but we remain committed as a Pentecostal community to the historic creeds of the church, to evangelical convictions of faith, and to the Full Gospel that Christ is Saviour, Healer, Spirit-Baptizer, and Soon Coming King.

TRIUNE GOD

There is one God, the creator, who exists eternally in unity as three equal persons: Father, Son, and Holy Spirit.¹ The triune God is loving, holy, infinite, just, and worthy of all worship.²

The Father accomplishes his plan of salvation through both redemption and judgement.³ All things will be subject to him, and his kingdom will have no end.⁴

The Father sent the Son, the Lord Jesus Christ, who was conceived by the Holy Spirit and born of Mary when she was a virgin.⁵ Jesus became fully human while remaining fully God.⁶ Anointed by the Spirit, Jesus revealed the Father and the kingdom of God by his sinless life, teaching, and miracles.⁷ After he died for our sin, God raised him from the dead, and he is now at the right hand of the Father.⁸

The Holy Spirit proceeds from the Father through the Son and gives life throughout creation.⁹ The Spirit draws people to repentance and new life in Jesus Christ.¹⁰ Through the Spirit's indwelling, the Father and the Son are present to all believers, making them children of God.¹¹

BIBLE

The Bible, both Old and New Testaments, is the written revelation of God's character and saving purposes for humanity and for all creation.¹² As God's revelation, the entire Bible is true and trustworthy, and is the final and absolute authority for belief and conduct.¹³ The Holy Spirit who inspired the Bible enables its interpretation and application.¹⁴

CREATION

God created and sustains the heavens and the earth,¹⁵ which display God's glory. Formed in the image of God, both male and female, humankind is entrusted with the care of God's creation as faithful stewards.¹⁶ As a result of human rebellion, sin and death entered the world, distorting the image of God and all of God's good creation.¹⁷

¹ Matt 28:19; 2Cor 13:14

² Exod 34:6-7; Psa 99:4-5

³ Exod 6:6; Rom 1:16-18

⁴ Psa 103:19; Rev 11:15; Eph 1:10

⁵ Matt 1:18-25

⁶ John 1:1, 14; Col 1:19; Heb 2:17

⁷ John 1:32; 14:7-10; Luke 4:18-19

⁸ Acts 2:32-33; Rom 8:34

⁹ Psa 104:21-30; Acts 2:33

¹⁰ John 16:7-15

¹¹ Rom 8:14-17; 1John 3:24

¹² Psa 119; John 20:30-31; Rom 15:4

¹³ 2Tim 3:16-17; Heb 4:12

¹⁴ 2Pet 1:20-21; John 16:13; 1Cor 2:12-13

¹⁵ Gen 1:1; Col 1:15-17

¹⁶ Gen 1:26-27

¹⁷ Rom 5:12; 8:20-22

Angels were created as supernatural beings to worship and serve God.¹⁸ Along with Satan, some angels chose to rebel and oppose the purposes of God.¹⁹ Christ gives believers victory over Satan and these demons.²⁰

SALVATION

Salvation is available to all people by the loving, redemptive act of the triune God.²¹ Through obedience to the Father,²² Christ gave himself as a ransom.²³ Christ, who had no sin, became sin for us offering himself and shedding his blood on the cross so that in him we might become right with God.²⁴ The life, death, resurrection, and ascension of Christ²⁵ provide the way of salvation for those who, by God's grace, repent from their sin and confess faith in Jesus Christ as Lord.²⁶

Salvation means to receive the Spirit, to be forgiven, reconciled with God and others, born again, and liberated from sin and darkness, transferring the believer into God's kingdom.²⁷ Our experience of liberation includes healing — whether spiritual, physical, emotional, or mental — as a foretaste of our future, complete restoration.²⁸ Those who remain in Christ and do not turn away are assured of salvation on judgement day by the indwelling Holy Spirit,²⁹ who sanctifies and empowers believers for Christ-like living and service.³⁰

SPIRIT BAPTISM

On the Day of Pentecost, Jesus poured out the promised Holy Spirit on the church.³¹ As his return draws near, Jesus continues to baptize in the Holy Spirit those who are believers.³² This empowers them to continue his work of proclaiming with speech and action the good news of the arrival and coming of the kingdom of God.³³ This experience is available for everyone, male and female, of every age, status,³⁴ and ethnicity.³⁵

The sign of speaking in tongues indicates that believers have been baptized with the Holy Spirit³⁶ and signifies the nature of Spirit baptism as empowering our communication, to be his witnesses with speech and action as we continue to pray in the Spirit.³⁷

THE CHURCH

Jesus Christ is the head of the church.³⁸ All who are united with Christ are joined by the Spirit to his body.³⁹ Each local church is an expression of the universal church whose role is to participate in the mission of God to restore all things.⁴⁰

Central to the church is the shared experience of the transforming presence of God.⁴¹ The church responds with worship, prayer, proclamation, discipleship, and fellowship,⁴² including the practices of water baptism and the Lord's Supper. Baptism by immersion symbolizes the believer's identification with Christ in his death and resurrection.⁴³ The Lord's Supper symbolizes Christ's body and blood, and our communion as believers. Shared together, it proclaims his death in anticipation of his return.⁴⁴

The Spirit gives all gifts to the church to minister to others in love for the purpose of bearing witness to Christ and for the building up of the church.⁴⁵ The Spirit also empowers leaders, both female and male, to equip the church to fulfil its mission and purposes.⁴⁶

RESTORATION

¹⁸ Heb 1:14; Psa 103:20

¹⁹ Rev 12:7-9

²⁰ Acts 10:38; Eph 6:10-13

²¹ John 3:16; Gal 4:4-7; Titus 2:11-14

²² John 8:28-29; Phil 2:8; Heb 5:8

²³ Mark 10:45; 1Tim 2:6

²⁴ 2Cor 5:21; 1John 3:16

²⁵ Rom 4:22-25; 5:19; 6:4-5; Heb 7:24-28

²⁶ Rom 10:9; 1John 1:9; Acts 3:19; 4:12

²⁷ Eph 2:13-16; Col 1:13-14, 19-20; 1Pet 1:3

²⁸ Isa 53:4-5; 1Pet 2:24; Psa 147:3; Rom 8:23

²⁹ Eph 1:13-14; 1John 4:13; Heb 6:5-6; Phil 3:12-14

³⁰ 1Thess 4:3-4; 1Cor 6:11; Rom 12:1-2; 1Pet 1:2

³¹ Luke 24:49; Acts 2:33

³² Acts 2:38-39; 8:14-17; 19:1-6

³³ Luke 4:18-19, 43; Acts 1:8

³⁴ Joel 2:28-29; Acts 2:17-18, 39

³⁵ Acts 10:45-46

³⁶ Acts 2:4; 10:46; 19:6

³⁷ Acts 1:8; 2:11-43; 4:31; Rom 15:19; 1Cor 14:15

³⁸ Col 1:18; Matt 16:18

³⁹ 1Cor 12:12-14

⁴⁰ Acts 1:8; Matt 28:18-20; Acts 13:1-3; Rev 21:5

⁴¹ Acts 2:42-43; 1Cor 12:7; Matt 18:20; 2Cor 3:17-18

⁴² 1Pet 2:9-10; Col 4:2-6; Acts 2:42

⁴³ Rom 6:3-8; Matt 28:19

⁴⁴ Matt 26:26-29; 1Cor 11:23-26

⁴⁵ Acts 8:5-7; 1Cor 12:4-11; 14:12; Heb 2:3-4

⁴⁶ Eph 4:11-16; Matt 20:25-28; Acts 2:17-18; 6:2-4; Rom 16:7

Our great hope is for the imminent return of Christ in the air to receive his own, both the living who will be transformed, and the dead in Christ who will be resurrected bodily.⁴⁷ Christ will complete at his second coming the restoration begun when he initiated God's kingdom at his first coming.⁴⁸ Christ will liberate creation from the curse, fulfil God's covenant to Israel, and defeat all powers that oppose God.⁴⁹ Every knee will bow and every tongue will confess that Jesus Christ is Lord, to the glory of God the Father.⁵⁰

Ultimately, God will judge the living and the dead.⁵¹ Such judgement is God's gracious answer to humanity's cry for justice to prevail throughout the earth and is consistent with God's character as loving, holy, and just.⁵² The unredeemed will go away into eternal punishment, but the redeemed into eternal life.⁵³ The redeemed will enjoy the presence of God where there will be no more death or sorrow or crying or pain.⁵⁴ Amen. Come, Lord Jesus!⁵⁵

ARTICLE 6 POSITIONS AND PRACTICES

6.1 MARRIAGE AND THE FAMILY

Marriage is a provision of God wherein one man and one woman to the exclusion of all others enter into a lifelong relationship⁵⁶ through a marriage ceremony that is recognized by the church and legally sanctioned by the state.

Marriage establishes a "one-flesh" relationship⁵⁷ that goes beyond a physical union and is more than either a temporary relationship of convenience intended to provide personal pleasure or a contract that binds two people together in a legal partnership. Marriage establishes an emotional and spiritual oneness that enables both partners to respond to the spiritual, physical and social needs of the other.⁵⁸ It provides the biblical context for the procreation of children.

Marriage is to be an exclusive relationship that is maintained in purity.⁵⁹ It is intended by God to be a permanent relationship. It is a witness to the world of the relationship between Christ and His church.⁶⁰

Marriage requires a commitment of love, perseverance and faith. Because of its sanctity and permanence, marriage should be treated with seriousness and entered into only after counsel and prayer for God's guidance. Christians should marry only those who are believers.⁶¹ An individual who becomes a believer after marriage should remain with his/her partner in peace, and should give witness to the Gospel in the home.⁶²

The Bible holds family life as a position of trust and responsibility. The home is a stabilizing force in society, a place of nurture, counsel, and safety for children,⁶³ therefore, abuse has no place in a marriage or in the home.

Marriage can only be broken by *porneia*, which is understood as marital unfaithfulness⁶⁴ involving adultery, homosexuality, or incest. While the Scriptures give evidence that the marriage vow and "one-flesh" union are broken by such acts and therefore recognize the breaking of the marriage relationship, the Scriptures do recommend that the most desirable option would be reconciliation.⁶⁵

6.2 DIVORCE

We believe that divorce is not God's intention. It is God's concession to the "hardness of men's hearts."⁶⁶

We, therefore, discourage divorce by all lawful means and teaching. Our objective is reconciliation and the healing of the marital union wherever possible. Marital unfaithfulness should not be considered so much an occasion or opportunity for divorce but rather an opportunity for Christian

⁴⁷ 1Thess 4:14-17; 5:1-2

⁴⁸ Matt 13:24-41; Rev 11:15-17; Acts 1:6-7; 3:20-21; Rom 11:25-27

⁴⁹ Rom 8:19-21; 1Cor 15:20-26

⁵⁰ Phil 2:10-11; Isa 45:23

⁵¹ Acts 10:42; 1Pet 4:5

⁵² Mal 2:17-3:1; Rev 6:9-11

⁵³ Matt 25:46; Dan 12:1-2

⁵⁴ Isa 25:8-12; Rev 21:3-4

⁵⁵ Rev 22:20

⁵⁶ Gen 2:24; Matt 19:6

⁵⁷ Matt 19:5; Mal 2:15

⁵⁸ Gen 2:18; 1Cor 7:2-5; Heb 13:4

⁵⁹ Eph 5:3, 26-27

⁶⁰ Eph 5:25, 31-32

⁶¹ 2Cor 6:1, 14-15

⁶² 1Cor 7:12-14, 16

⁶³ Eph 6:4

⁶⁴ Matt 5:32; 19:9

⁶⁵ Eph 4:32

⁶⁶ Matt 19:8

grace, forgiveness, and restoration. Divorce in our society is a termination of a marriage through a legal process authorized by the State. While the Church recognizes this legal process as an appropriate means to facilitate the permanent separation of spouses, the Church restricts the idea of divorce, in the sense of dissolution of marriage, to reasons specified in Scripture.

The weight of the biblical record is negative and the explicit statement is made, "God hates divorce."⁶⁷ Divorce is more than an action of the courts which breaks the legal contract between partners in a marriage. It is also the fracture of a unique human relationship between a male and a female. Divorce has profound consequences for the children. Divorce is evidence of the sinful nature expressed in human failure. Jesus gives one explicit cause for the dissolution of marriage: *porneia* or marital unfaithfulness.

Where all attempts at reconciliation have failed and a divorce has been finalized, we extend Christ's love and compassion.

6.3 REMARRIAGE

Remarriage is the union, legally sanctioned by the State, of one man and one woman, one or both of whom have been previously married. It is regarded as acceptable in Scripture in the event of the death of a former spouse. It is also regarded as acceptable if there has been sexual immorality on the part of the former partner or if the former partner has remarried.

6.4 GENDER

We believe in the biblical teaching of God's original and ongoing design for humanity as two distinct sexes, male and female, determined by genetics. The basis and the intent for this is the conviction that the matter of human sexuality and gender is fundamental to biblical anthropology, not merely biblical morality. Due to human sin and brokenness, our experience of our sex and gender is not always that which God the Creator originally designed. In light of this foundational understanding of creation, fall, and redemption, we will avoid any behaviour or alignment with identity that contradicts the biblical teaching. We do not affirm the resolution of tension between one's biological sex and one's experience of gender by the adoption of an identity contradictory with one's birth sex.

6.5 TITHING

Tithing was divinely instituted by God under the old covenant and was compulsory upon the people who worshiped God.⁶⁸ Under the new covenant we are not bound by arbitrary laws; but the principles of right and wrong, as expressed by the law, are fulfilled in the believer's life through grace. Grace should produce as much as or more than law demanded. Regular systematic giving is clearly taught in the New Testament. It is known as the grace of giving.⁶⁹ The gauge or rule of this systematic giving is defined in the Old Testament, known as the law of tithing. All Christians should conscientiously and systematically tithe their income to God.

NOTE: These Articles are excerpts from the General Constitution and Bylaws of The Pentecostal Assemblies of Canada and are an integrated part of that governing document.

⁶⁷ Mal 2:16

⁶⁸ Lev 27:30-32; Mal 3:10

⁶⁹ 2Cor 9:6-15