



**Draft of Articles
VIII - XII of the**

Bylaws

**1905 Springfield Road
Kelowna, BC**

Red Italics mean that section or words are being moved elsewhere or deleted.
Blue bold means that section or words are moved from elsewhere or added.

Adopted November 30, 2008
Revised June 2023

**KELOWNA TRINITY BAPTIST CHURCH
BY-LAWS**

ARTICLE IX VIII – GENERAL MEETINGS

A. Notice of Meetings

All Membership meetings shall be advertised a minimum of fourteen (14) days in advance through the Church bulletin, bulletin board and Internet website. The Board will convene a minimum of two (2) Membership meetings in a fiscal year, one (1) of which shall be the annual general meeting.

All Membership meetings shall be announced a minimum of fourteen (14) days in advance through Trinity's website, in the Sunday service and by email to all members so registered.

- 1. It is the responsibility of members to notify Trinity Church of any change in their personal email. Failure to receive a personal email will not constitute failure to notify a member of a Membership meeting.**

The Elder Board will convene a minimum of two (2) Membership meetings in a fiscal year, one (1) of which shall be the Annual General Meeting.

B. Fiscal Year End Meeting (Normally in June of each year)

A Membership meeting shall be held before the end of the fiscal year and shall address the following:

1. Outline the proposed Ministry Plan for the upcoming year.
2. Provide a year-end overview of significant occurrences in the Church.
3. Election of **Elder** Board members *and Members-at-Large for the Financial Overview Committee* when vacancies occur.
- 4. Voting to approve the annual budget.**
- 5. Any other essential Church business as determined by the EB.**

C. Annual General Meeting (Normally in November of each year)

In accordance to the BC Societies Act, the Annual General Meeting shall be held not more than six (6) months following the end of the fiscal year (**June 30**) and shall address the following:

1. **Review and acceptance** financial statements for the end of the last completed financial year.
2. Financial Oversight Committee's report on the Auditor's findings to the Membership.
3. Election of **Elder** Board members when vacancies occur.
- 4. EB's Board's** report to the Membership.
- 5. Any other essential Church business as determined by the EB.**
- 3. Appointment, by resolution, of the Auditor that is recommended by the Board, to be used for the upcoming financial year.*

D. Special Meetings of Members

At the request of the Chair of the EB or a majority of the Elders, or upon the request of the lesser of at least fifty (50) members or 10% of the total membership of Trinity Church, other

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special Meetings of Members shall be called and convened by the Chair of the EB within thirty (30) days of the request.

E. Legally Constituted Meetings

A legally constituted meeting of the Membership is required for the transaction of business.

1. A legally constituted meeting consists of a quorum of the Membership.
 - a) A quorum shall be the lesser of one hundred and fifty (150) members in good standing in attendance or ten percent (10%) of the total Church Membership in good standing at the time, and in attendance.
2. No business other than the election of a Chair for that meeting (in the absence of the duly elected Chair of the *Board of Elders Elder Board* and the Vice-Chair of the *Board of Elders Elder Board* and the Secretary of the *Board of Elders Elder Board*), and the adjournment or termination of that meeting, shall be conducted at a Membership meeting at a time when a quorum is not present.
3. If at any time during a Membership meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned *or terminated*.
4. In the event a quorum is not present or a quorum ceases to be present during a legally constituted Membership meeting, the meeting shall be adjourned and rescheduled to a date not less than fourteen (14 days) following. The rescheduled Membership meeting shall be announced *for a minimum of two (2) Sundays prior to the meeting. in the Sunday service, on Trinity's website, and by email to each member duly registered for a minimum of two (2) Sundays prior to the meeting. In the event that* Fifteen (15) minutes after the announced commencement time of the rescheduled Membership meeting, *if* a quorum is not present, all members in good standing in attendance shall constitute a quorum. A legally constituted meeting shall be declared and the members present can proceed with the transaction of business.

F. Town Hall Meetings

The EB at its discretion may call non-legally constituted member meetings from time to time for the purposes of disseminating information or seeking input from the members that the EB views as vital to the overall operations which can be set up in a town hall format as required. No legally binding votes will be taken at such meetings.

D. G. Voting at Meetings

All members in good standing who are of legal voting age as prescribed by the Province of British Columbia in attendance at legally constituted Membership meetings shall be eligible to vote.

1. Resolutions require a simple majority vote **unless otherwise defined below**.
2. Voting by proxy is prohibited.
3. Resolutions concerning the acquisition and disposal of Church related real property, **appointment of or** removal of an Elder from office, approval of the call or dismissal of the Senior Pastor, and changes in denominational affiliation of the Church require a not less than sixty-six percent (66%) majority of the votes.

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4. Special resolutions concerning the amendment of the Constitution and By-laws, debenture issuing, and contracting of long-term indebtedness require a not less than seventy-five percent (75%) majority of the votes.

F. H. Order at Meetings

1. A spirit of Christian love will be observed in all discussions and meetings of the Church.
2. Roberts' Rules of Order will govern procedures for Membership meetings not covered in these By-laws.

ARTICLE IX – AMENDMENTS OF THE CONSTITUTION AND BY-LAWS

A. Proposed Amendments

1. Proposed amendments of the Constitution and By-Laws must be submitted in writing to the Board.
2. **The proposed amendments must be publicly posted on Trinity's website.**
3. **The time for consideration of any proposed amendment must be announced for not less than fourteen (14) days prior to the Membership meeting at which time the proposed amendments will be acted upon. Notwithstanding the said announcements, written notice must be given not less than fourteen (14) days prior to the proposed meeting.**

B. Proposed Amendment Voting

1. **Amendments shall not be passed without the passing of a Membership resolution as outlined in Article VIII, Section G, 4.**
2. **The Governance Committee, on behalf of the Elder Board, must file with the Provincial registrar a bylaw alteration notification..**

B. Public Posting of Proposed Amendments

The proposed amendments must be publicly posted on the Church bulletin board.

C. Consideration of Proposed Amendments

The time for consideration of any proposed amendment must be announced for not less than fourteen (14) days prior to the Membership meeting at which time the proposed amendments will be acted upon. Notwithstanding the said announcements, written notice must be given not less than fourteen (14) days prior to the proposed meeting.

D. Proposed Amendment Voting

Special resolutions concerning the amendment of the Constitution and By-laws requires a majority of not less than seventy-five percent (75%) of the votes at a legally constituted Membership meeting.

ARTICLE XI – BORROWING AUTHORITY

A. Operating Line of Credit

The Board shall have the authority to arrange for an operating line of credit up to a maximum amount of ten percent (10%) of the annual budget of the Church.

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B. Reporting to Membership

The Board shall report at each Membership meeting the extent and purpose for any borrowing that has occurred.

C. Debentures and Long-term Indebtedness

Debentures shall not be issued nor shall long-term indebtedness be contracted without the passing of a Membership resolution as outlined in Article VII, Section D, 4.

ARTICLE X – FINANCIAL MATTERS

A. Financial Year End

1. Unless otherwise directed by the EB, the fiscal year end of Trinity Church shall be June 30th of each year.

B. Banking Arrangements

1. The banking business of Trinity Church shall be transacted at such bank, trust company, or other firm or corporation carrying on a banking business in Canada as the EB may designate, appoint, or authorize from time to time. The EB may authorize in writing any Officer and any employee of Trinity Church to perform EB-approved banking transactions.

C. Financial Statements

1. The FOC shall prepare each year for the AGM financial statements for the preceding fiscal year in accordance with Canadian accounting standards for not-for-profit organizations as may be in place from time to time.
2. The financial statements shall be provided to the EB for approval at least two (2) weeks prior to the AGM and shall thereafter be available to the Members for review at least one week (including one Sunday) prior to the AGM.
3. Members may view EB-approved financial statements on Trinity Church premises upon prior request at any time during normal business hours.

D. Public Accountant

1. A public accountant shall be appointed by the EB having received a recommendation from the FOC. Such an accountant must meet the qualifications of the Chartered Professional Accountants of Canada and be independent from Trinity Church. The EB, based on the recommendation of the FOC, will determine the level of examination of the financial records of Trinity Church to be completed – audit, review, or evaluation at a lesser level of assurance. The accountant shall report the results of its financial examination concerning the financial statements of Trinity Church to the FOC and/or the EB which results will be presented at the AGM. The remuneration of the accountant shall be consistent with the approval by the EB. If the accountant is unable to fulfill its duties, then the EB may appoint an alternative as needed.

E. Borrowing

1. Operating Line of Credit

The EB shall have the authority to arrange for an operating line of credit up to a maximum amount of ten percent (10%) of the annual operating budget of the Church.

2. Reporting to Membership

The EB shall report at each Membership meeting the extent and purpose for any borrowing that has occurred.

3. Debentures and Long-term Indebtedness

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Debentures shall not be issued nor shall long-term indebtedness be contracted without the passing of a Membership resolution as outlined in Article VIII, Section G, 4.

F. Indemnification

Every Elder Board member, Committee Member, Pastor, Staff Member, Member or Adherent who undertakes any obligation or liability on behalf of Trinity Church, his/her/its heirs and assigns, will respectively be indemnified and saved harmless from and against all costs, charges and expenses whatsoever which such Board Member, Committee Member, Pastor, Staff Member, Member or Adherent or person sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against the Members, Officers and other persons in respect of any act, deed, matter or thing whatsoever, made, done or permitted but the person, in or about the execution of his or her capacity or in respect of any such liability, except such costs, charges or expenses as are occasioned by their own wilful neglect or default.

ARTICLE XII - USE OF SEAL

The Church shall have a seal with the following inscription:

“KELOWNA TRINITY BAPTIST CHURCH”

This seal shall be kept in the custody of the Church Office and shall be used for official documents of *the Trinity* Church only.

ARTICLE XIII - WINDING-UP OR DISSOLUTION OF *THE SOCIETY* KELOWNA TRINITY BAPTIST CHURCH

In the event of the winding-up or dissolution of **Kelowna Trinity Baptist Church** *the Society*, any assets of **Trinity Church** *the Society* remaining after satisfaction of its debts and liabilities, shall be given or transferred to an organization, or organizations, as shall be decided by the members of **Trinity Church** *the Society* at the time of winding-up or dissolution, provided that any such organization shall be a charitable organization or trust recognized by Revenue Canada as such, and which has the pre-eminent goal of propagating the Gospel of the Lord Jesus Christ as set forth in the Bible.

This Provision of the Constitution was previously unalterable.

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Supporting Bible References for Statement of Faith

- A) The Bible: John 17:17, Romans 15:4, II Timothy 3:16-17, II Peter 1:19-21***
- B) The Trinity: Matthew 28:19, John 1:1-4, I Corinthians 8:6, I Corinthians 12:4-6, Ephesians 4:4-6, I Peter 1:2.***
i) God the Father: John 3:16-17, John 4:24, John 17:5, Ephesians 1:17-23, I Peter 1:3-5.
ii) God the Son: Isaiah 7:14, Matthew 1:18, Luke 1:30-35, John 1:14, John 3:16-17, Romans 8:34, Philippians 2:5-11, Hebrews 1:2-13, Hebrews 7:25, I John 1:7, Revelations 1:4-6.
iii) God the Holy Spirit: John 14:16-17, John 14:26, John 16:7-15, Romans 8:13-17, I Corinthians 1:6-16, I Corinthians 12:4-11, Ephesians 1:13-14.
- C) Regeneration: John 1:12-13, John 3:3-17, Acts 20:21, Romans 3:22-28, Romans 4:5, Romans 5:1-2, Romans 5:6-11, Romans 6:23, Galatians 2:16, Ephesians 2:1-9, Titus 3:4-7.***
- D) The Church:***
i) The Universal Church: Romans 6:3-4, I Corinthians 12:12-13, Ephesians 1:20-23, Ephesians 2:19-23, Ephesians 5:25-27.
ii) The Local Church: Acts 1:8, Acts 2:38-47.
- E) Spiritual Gifts: Romans 12:3-8, I Corinthians 12:12-30, Ephesians 4:11-16.***
- F) Christian Conduct: Joshua 1:8, Proverbs 3:5-6, John 14:21, John 16:24, Romans 12:1, II Corinthians 9:6-8, Philippians 2:14-16, Hebrews 10:24-25.***
- G) Ordinances:***
i) Baptism: Matthew 28:18-20, Mark 16:16, John 4:1-2, Acts 2:41-42, Romans 6:3-5, Colossians 2:11-12.
ii) The Lord's Supper: Matthew 26:26-29, I Corinthians 11:23-32.
- H) Religious Liberty: Romans 13***
- I) Church Cooperation: Acts 15:1-35***
- J) End Times: Matthew 25:31-46, John 5:28-29, II Corinthians 5:10, Revelation 20:11-15)***