



# **Administrative Bylaws**

## **Evangelical Lutheran Church in Canada**

**Last Amended July 2019**

# ADMINISTRATIVE BYLAWS

## EVANGELICAL LUTHERAN CHURCH IN CANADA

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## **PART I      GENERAL**

### Section 1.      ***Definitions***

In these bylaws, unless the context otherwise requires:

- a. "Act" means the *Evangelical Lutheran Church in Canada Act*;
- b. "baptized member" means a baptized individual who is a member of a congregation or synodically recognized ministry;
- c. "convention" means the general or special meeting of delegates;
- d. "delegate" means an individual elected or appointed in accordance with these bylaws to attend a convention;
- e. "director" means a member of the National Church Council;
- f. "layperson" means a baptized member who has not been ordained or consecrated;
- g. "member congregation" means a congregation or several congregations which are served by a common pastoral ministry and which is a member of this church in accordance with these bylaws;
- h. "National Church Council" means the board of directors of this church;
- i. "officers" means the Executive Committee of this church; specifically, the bishop, vice-chair, secretary and treasurer;
- j. "synod" means a body corporate organized in a manner acceptable to the National Church Council to advance the mission of this church in the region established for it in accordance with the constitution and bylaws of this church.

### Section 2.      ***Interpretation***

In the interpretation of these bylaws, words and expressions defined in the Act have the same meanings when used in these bylaws. Words in the singular include the plural and vice-versa; words importing gender include all genders and "person" includes an individual, body corporate, partnership, trust and unincorporated organization.

### Section 3.      ***Corporate Seal***

The seal, an impression whereof is stamped in the margin hereof, shall be the seal of this church which said seal shall be retained in the head office, in the custody of the secretary, unless otherwise directed by the National Church Council.

### Section 4.      ***Head Office***

The registered head office of this church shall be located in Winnipeg, Manitoba.

National Church Council shall determine the location of executive offices.

### Section 5.      ***Execution of Documents***

Contracts, documents or any instruments in writing requiring the signature of this church, shall be signed by any two (2) officers and all contracts, documents and instruments in writing so signed shall be binding upon this church without any further authorization or formality. The National Church Council shall have power from time to time by resolution to appoint an individual or individuals on

behalf of this church to sign specific contracts, documents and instruments in writing. The National Church Council may give this church's power of attorney to any registered dealer in securities for the purposes of the transferring of and dealing with any stocks, bonds and other securities of this church. The seal of this church, when required, may be affixed to contracts, documents and instruments in writing signed as aforesaid or by any officer or officers appointed by resolution of the National Church Council.

Section 6. *Bourinot's Rules of Order*, latest edition, shall be the governing parliamentary law of this church, except as otherwise provided in its constitution or bylaws.

Section 7. Proxy or absentee voting shall not be permitted in the transaction of any business.

Section 8. ***Financial Matters***

- a. The fiscal year and the budget year of this church shall be the calendar year.
- b. The annual budget and financial reports of this church shall reflect the entire range of its activities. The income listed shall include support from all sources.
- c. Each budget shall approve an amount for contingency not to exceed 7% of the budget.
- d. There shall be an operating reserve to be determined by the National Church Council.
- e. There shall be an annual consultation between representatives of the National Church Council and the synods for the purpose of establishing benevolence targets for the following year.
- f. Special church-wide appeals to congregations for raising funds shall require the consent of the convention or the National Church Council.
- g. The financial accounts of this church shall be submitted annually for audit to a chartered accountant appointed by the National Church Council.

## **PART II CONGREGATIONS**

(Constitution, ARTICLE VI)

Section 1. A congregation seeking to be admitted into this church shall submit to the bishop of the appropriate synod a formal application and a copy of the constitution and bylaws of the congregation. Prior to admitting said congregation, the Synod Council shall ascertain if the constitution and bylaws are in harmony with the faith and polity of this church. The constitution and bylaws take effect upon ratification by the Synod Council.

Section 2. Each congregation of this church shall:

- a. regularly and faithfully proclaim the Word and administer the sacraments;
- b. endeavour to hold at least one service of worship on each Sunday;
- c. cultivate in its members a life of prayer and an awareness of the presence of God;
- d. educate persons of all ages in the faith confessed by this church and in its implications for daily living;
- e. encourage and stimulate its members in their witness to Christ, in works of mercy and in the practice of Christian fellowship and stewardship;
- f. provide adequately for the material needs of its pastors and deacons and other employees, including ensuring their participation, when eligible, in the benefit plan and in the pension plan as set out in Part XIV;

- g. share responsibility in providing the funds needed for the life and work of this church and of the synod;
- h. assure that only those on the rosters of pastors or deacons of this church or of churches in full communion agreement with this church serve it in a ministerial capacity, except as this principle is waived in a specific instance with the approval of the bishop of the synod, subject to review by the Synod Council;
- i. comply with the constitution, bylaws and enactments of this church and of the synod, taking no actions in conflict therewith;
- j. operate in accordance with its constitution and bylaws which have been ratified by the synod to which it is assigned; and
- k. submit to the synod any amendments that the congregation has adopted of its constitution and bylaws; such amendments take effect upon ratification by Synod Council.

Section 3. A congregation may be suspended or excluded from this church by action of a synod if the congregation persists in any of the following offences:

- a. turning aside from the faith confessed by the Evangelical Lutheran Church in Canada as set forth in ARTICLE II of its constitution;
- b. willfully violating or disregarding the constitution or official actions of this church or the synod;
- c. applying for or maintaining membership in another church;
- d. refusing or neglecting to exercise proper discipline over its members;
- e. failure to provide financial support to this church or the synod; or
- f. failure to participate in conventions of the synod without reasonable excuse.

The bishop of the synod shall counsel with any congregation where such offences exist. If necessary, the bishop shall then admonish the congregation in writing. If the admonition is unheeded, a representative committee composed of rostered pastors and/or rostered deacons and laypersons shall be appointed by the Synod Council to investigate the congregation. Upon the recommendation of the committee the Synod Council may suspend or exclude the congregation from this church.

Disciplinary action of the Synod Council may be appealed to the Court of Appeal within forty-five (45) days of receiving notification of the action of the Synod Council. The decision of the Court of Appeal is final.

Section 4. A congregation considering severing its relationship with this church shall confer with the bishop of the synod before any formal steps are taken leading to such action. Subsequent to such consultation with the bishop, a motion to sever the relationship with this church may be considered at a special meeting of the congregation and a two-thirds (2/3) majority vote shall be required for approval of the motion. Written notice of the motion and the date and time of the congregational meeting shall be sent to the bishop at least thirty (30) days before the meeting. A decision to sever the relationship with this church shall not be effective until it has been ratified by a two-thirds (2/3) majority vote at a second special meeting of the congregation held not less than ninety (90) days and not more than one hundred and fifty (150) days after the first meeting. Notice of the date and time of this second meeting shall be sent to the bishop of the synod by registered mail at least thirty (30) days before the meeting.

## **PART III SYNODICALLY RECOGNIZED MINISTRIES**

(Constitution, ARTICLE VII)

- Section 1. A synodically recognized ministry seeking to be recognized by a synod of this church shall submit to the bishop of the appropriate synod a formal application and a copy of its governing documents. Synod Council shall, prior to recognizing said ministry, ascertain whether those governing documents are in harmony with the faith and polity of this church. The governing documents take effect upon ratification by the Synod Council.
- Section 2. Each synodically recognized ministry of this church shall:
- a. faithfully live out its unique mission;
  - b. annually report to the appropriate synod;
  - c. comply with the constitution, bylaws and enactments of this church and of the synod, taking no actions in conflict therewith;
  - d. operate in accordance with their governing documents which have been ratified by the synod to which it is assigned;
  - e. submit to the synod any amendments that have been adopted; such amendments take effect upon ratification by Synod Council; and
  - f. commit to live out a relationship of mutual support with this church through prayer, by participation in the wider church, with financial and other resources, and by regular communication.
- Section 3. A synodically recognized ministry may be suspended or excluded from this church by action of a synod if the ministry persists in any of the following offences:
- a. turning aside from the faith confessed by the Evangelical Lutheran Church in Canada as set forth in ARTICLE II of its constitution;
  - b. willfully violating or disregarding the constitution or official actions of this church or the synod; or
  - c. refusing or neglecting to exercise proper discipline over its members.

The bishop of the synod shall counsel with any synodically recognized ministry where such offences exist. If necessary, the bishop shall then admonish the ministry in writing. If the admonition is unheeded, a representative committee composed of rostered pastors or rostered deacons and laypersons shall be appointed by the Synod Council to investigate the ministry. Upon the recommendation of the committee, the Synod Council may suspend or exclude the ministry from this church.

Disciplinary action of the Synod Council may be appealed to the Court of Appeal within forty-five (45) days of receiving notification of the action of the Synod Council. The decision of the Court of Appeal is final.

## **PART IV ROSTERED PASTORS**

(Constitution, ARTICLE VIII)

### Section 1. ***Standards for Admission***

To be eligible for ordination or admission onto the roster of pastors of this church, a candidate must have accepted a call (which call may be subject to the candidate's ordination) and must have met the standards set forth in the *Candidacy Manual* of this church.

### Section 2. ***Colloquy***

Synodical examining committees shall interview all candidates for ordination and all persons applying for admission to the roster of pastors and shall ensure their:

- a. acceptance of and adherence to the Confession of Faith of this church;
- b. fulfilment of academic requirements; and
- c. personal qualifications for carrying out the functions of ordained ministry as a pastor.

### Section 3. ***Continuance on the Roster of Pastors***

- a. In order to remain on the roster of pastors of this church, each pastor must be in possession of a proper call, be on leave from call, retired, or be an individual who has been suspended from exercising the office and privileges of ordained ministry as a pastor, in accordance with these administrative bylaws. A Synod Council may remove an individual from the roster of pastors in accordance with the provisions of this Part.
- b. Calls may be issued for the ministries specified below by the agencies indicated:

#### Type of Ministry

#### Source of Call

i. Parish pastor	Congregation
ii. Bishop of this church	Convention of this church
iii. Staff of this church	National Church Council
iv. Synod bishop and synod officers	Synod Convention
v. Staff of synod	Synod Council
vi. Staff of an educational or charitable institution or agency	Synod Council on whose territory the institution or agency carries out its functions.
vii. Staff of Federation of Lutheran Churches	National Church Council
viii. Staff of nationwide Inter-Lutheran Agency	National Church Council
ix. Staff of a provincial agency or institution	Synod Council
x. Staff of an interdenominational agency	National Church Council
xi. Chaplain in the Armed Forces or in an institution operated by the federal government.	National Church Council
xii. Pastor developing a new congregation	Synod Council
xiii. Pastor in a synodically recognized ministry	Synod Council
xiv. Pastor of an independent congregation in Canada	National Church Council

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| xv.    | Pastor serving an institution or agency outside of Canada   | National Church Council   |
| xvi.   | Global missionary   | National Church Council   |
| xvii.  | Pastor serving in a congregation under synod supervision  | Synod Council   |
| xviii. | Ministries not otherwise provided for (as in conjunction with occupations in unusual ministries in approved situations) | Synod Council on whose territory the ministry is located or National Church Council if the ministry involves more than one synod or is outside Canada, upon recommendation of the Conference of Bishops |
| xix.   | Pastor ordained through alternate routes recognized by this church  | Synod Council   |
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- c. All pastors of this church shall make an annual report of their ministry to their synod bishop.
  - d. Each pastor shall, when eligible, participate in the benefit plan and in the pension plan referred to in Part XIV unless, with respect to the pension plan, such pastor is required to participate in another registered pension plan as defined in section 147.1 of the Income Tax Act. A pastor required to participate in another registered pension plan shall provide proof of such participation to the board appointed to administer the pension plan referred to in Part XIV.
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- Section 4. No pastor of this church shall divulge any confidential disclosure given in the course of the care of souls or otherwise in a professional capacity, except with the express permission of the person involved, or where required by law, or in order to prevent the commission of a crime.
- Section 5. Pastors on the faculty of the Lutheran Theological Seminary Saskatoon must maintain status on the roster of pastors of the British Columbia Synod of the Evangelical Lutheran Church in Canada, the Alberta Synod of the Evangelical Lutheran Church in Canada, the Saskatchewan Synod of the Evangelical Lutheran Church in Canada or the Manitoba/Northwestern Ontario Synod of the Evangelical Lutheran Church in Canada. The synod in which the faculty member will be rostered will be decided by the Board of Governors of Lutheran Theological Seminary. Pastors on the faculty of Martin Luther University College must maintain status on the roster of pastors of the Eastern Synod of the Evangelical Lutheran Church in Canada.
- Section 6. A pastor of this church who accepts a call in a full communion partner church or another church with which this church has exchangeability of clergy shall, upon application to the bishop of the synod, be entitled to a Certificate of Transfer.
- Section 7. If a pastor resides at too great a distance from any congregation or synodically recognized ministry of this church or a full communion partner church to be able to sustain a living relationship thereto, the bishop of the synod may grant permission to hold membership in a congregation of another church.
- Section 8. Other than serving as pastor to and/or joining a full communion partner church, or except as provided for in Section 7 above, a pastor of this church who enters the ministry or joins a congregation of a church other than this church shall cease to be a member of this church and shall be removed from the roster of pastors.



Section 9. A pastor may voluntarily resign from the roster by giving written notice to the bishop of the synod. Request for reinstatement shall be submitted to the synod examining committee. Upon favourable action by this committee, the bishop shall declare the person eligible for a call. Upon acceptance of a call, the person shall be reinstated on the roster of pastors.

A person who has failed to be approved by one synod may re-apply only to the same synod. If the second application is declined, the candidate may appeal to the National Church Council through the bishop of this church for an exception to this limitation.

Section 10. A pastor serving under a call shall not engage in an additional occupation without approval of the calling authority and the bishop of the synod. The approval shall not be unreasonably withheld.

Section 11. A pastor desiring to remain on the roster without call shall make application to the bishop of the synod, who shall bring the request to the Synod Council for action. The Synod Council may grant the application for a period of up to three (3) years. An application for an extension of "on leave from call" status for an additional five (5) years may be granted by the Synod Council for the purpose of parental leave or study leave.

The status of "on leave from call" shall be subject to an annual review by the Synod Council and may be cancelled by the Synod Council as a result of this review. Before cancelling the status of "on leave from call", the Synod Council shall give the pastor ninety (90) days written notice of the intent to cancel. The action of the Synod Council may be appealed to the Court of Appeal within forty-five (45) days of receiving notification of the intent of the Synod Council to cancel the "on leave from call" status. The decision of the Court of Appeal shall be final.

At the end of the approved "on leave from call" period, the Synod Council shall remove the pastor from the roster of pastors and shall notify that pastor of such action. This action of the Synod Council is not subject to appeal.

Section 12. Upon application, the status of "retired" shall be granted by Synod Council to a pastor who has attained the age of fifty-five (55) years or who has thirty (30) years of service.

Section 13. ***Discipline***

Synod Councils shall undertake to put in place the following provisions for discipline of pastors:

- a. Synod Councils shall subject a pastor to discipline, including but not limited to suspension or removal from the office and privileges of ordained ministry as a pastor, for:
  - i. preaching or teaching of doctrine in conflict with the Confession of Faith of this church (Constitution, ARTICLE II);
  - ii. conduct unbecoming a pastor;
  - iii. willful disregard for or violation of the functions and standards established by this church for the office of Word and Sacrament; or
  - iv. willful disregard of the constitution, administrative bylaws or enactments of this church or the synod.
- b. After three (3) years, a pastor suspended from the office and privileges of ordained ministry as a pastor by a Synod Council shall be removed from the roster of pastors by the Synod Council which suspended such individual unless, within three (3) years of the date of such suspension, that Synod Council received evidence satisfactory to it of repentance and amendment of life.
- c. A pastor under discipline by a synod or otherwise removed by it from the roster of pastors must be restored by that synod to good standing before becoming eligible for acceptance by another synod. If not restored by that synod, the pastor may appeal to the Court of Appeal for an exception to this ruling.

- d. Upon reinstatement by a Synod Council, a pastor who was suspended from the office and privileges of ordained ministry as a pastor may apply for status of “on leave from call”.

Section 14. The National Church Council may, from time to time, establish guidelines to define or to assist in the interpretation of the above grounds for discipline.

Section 15. The National Church Council shall also maintain a *Manual on Discipline of Rostered Ministers* containing material which provides guidance to synods and individuals involved in a process dealing with a complaint against, or the discipline of, a pastor.

**PART V ROSTERED DEACONS**  
(Constitution, ARTICLE IX)

Section 1. ***Standards for Admission***

To be eligible for ordination or admission onto the roster of deacons of this church, a candidate must have accepted a call (which call may be subject to the candidate’s ordination) and must have met the standards set forth in the Candidacy Manual of this church.

Section 2. ***Colloquy***

Synodical examining committees shall interview all candidates for ordination and all persons applying for admission onto the roster of deacons and shall ensure their:

- a. acceptance of and adherence to the Confession of Faith of this church;
- b. fulfilment of academic requirements; and
- c. personal qualifications for carrying out the functions of ordained ministry as a deacon.

Section 3. Continuance on the Roster of Deacons

- a. In order to remain on the roster of deacons, each deacon must be in possession of a proper call, on leave from call, retired, or be an individual who has been suspended from exercising the office and privileges of ordained ministry as a deacon, in accordance with these administrative bylaws. A Synod Council may remove an individual from the roster of deacons in accordance with the provisions of this Part.
- b. Calls may be issued for the ministries specified below by the agencies indicated:

<u>Type of Ministry</u>	<u>Source of Call</u>
i. Congregational Deacon	Congregation
ii. Staff of this church	National Church Council
iii. Synod officer	Synod Convention
iv. Staff of the synod	Synod Council
v. Staff of an educational or charitable institution or agency	Synod Council on whose territory the institution or agency carries out its functions
vi. Staff of Federation of Lutheran Churches	National Church Council
vii. Staff of a nationwide Inter-Lutheran Agency	National Church Council
viii. Staff of a provincial agency or institution	Synod Council
ix. Staff of an inter-denominational agency	National Church Council

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| x.    | Chaplain in an institution operated by the federal government   | National Church Council   |
| xi.   | Deacon of a synodically recognized ministry   | Synod Council on whose territory the ministry is situated   |
| xii.  | Deacon serving an institution or agency outside of Canada   | National Church Council   |
| xiii. | Global missionary   | National Church Council   |
| xiv.  | Ministries not otherwise provided for (as in conjunction with occupations in unusual ministries in approved situations) | Synod Council on whose territory the ministry is located or National Church Council if the ministry involves more than one synod or is outside Canada, upon recommendation of the Conference of Bishops |
- c. All deacons shall make an annual report of their ministry to their synod bishop.
- d. Each deacon shall, when eligible, participate in the benefit plan and in the pension plan referred to in Part XIV unless, with respect to the pension plan, such deacon is required to participate in another registered pension plan as defined in section 147.1 of the Income Tax Act. A deacon required to participate in another registered pension plan shall provide proof of such participation to the board appointed to administer the pension plan referred to in Part XIV.
- Section 4. No deacon shall divulge any confidential disclosure given in the course of the care of souls or otherwise in a professional capacity, except with the express permission of the person involved, or where required by law, or in order to prevent the commission of a crime.
- Section 5. If a deacon resides at too great a distance from any congregation or synodically recognized ministry of this church or a full communion partner church to be able to sustain a living relationship thereto, the bishop of the synod may grant permission to hold membership in a congregation of another church.
- Section 6. Other than serving as deacon to and/or joining a full communion partner church, or except as provided for in Section 5 above, a deacon of this church who enters the ministry or joins a congregation of a church other than this church shall cease to be a member of this church and shall be removed from the roster of deacons.
- Section 7. A deacon may voluntarily resign from the roster by giving written notice to the bishop of the synod. Request for reinstatement shall be submitted to the synod examining committee. Upon favourable action by this committee, the bishop of the synod shall declare the person eligible for a call. Upon acceptance of a call, the person shall be reinstated on the roster of deacons.
- A person who has failed to be approved by one synod may re-apply only to the same synod. If the second application is declined, the candidate may appeal to the National Church Council through the bishop of this church for an exception to this limitation.
- Section 8. A deacon serving under a call shall not engage in an additional occupation without approval of the calling authority and the bishop of the synod. Approval shall not be unreasonably withheld.

Section 9. A deacon desiring to remain on the roster without call shall make application to the bishop of the synod, who shall bring the request to the Synod Council for action. The Synod Council may grant the application for a period of up to three (3) years. An application for an extension of "on leave from call" status for an additional five (5) years may be granted by the Synod Council for the purpose of parental leave or study leave.

The status of "on leave from call" shall be subject to an annual review by the Synod Council and may be cancelled by the Synod Council as a result of this review. Before cancelling the status of "on leave from call" the Synod Council shall give the deacon ninety (90) days written notice of the intent to cancel. The action of the Synod Council may be appealed to the Court of Appeal within forty-five (45) days of receiving notification of the intent of the Synod Council to cancel the "on leave from call" status. The decision of the Court of Appeal shall be final.

At the end of the approved "on leave from call" period, the Synod Council shall remove the deacon from the roster of ministers and shall notify that deacon of such action. This action of the Synod Council is not subject to appeal.

Section 10. Upon application, the status of "retired" shall be granted by Synod Council to a deacon who has attained the age of fifty-five (55) years or who has thirty (30) years of service.

Section 11. ***Discipline***

Synod Councils shall undertake to put in place the following provisions for discipline of deacons:

- a. The Synod Council shall subject a deacon to discipline, including, but not limited to suspension or removal from the office and privileges of ordained ministry as a deacon, for:
  - i. preaching or teaching of doctrine in conflict with the Confession of Faith of this church (Constitution, ARTICLE II);
  - ii. conduct unbecoming a deacon;
  - iii. willful disregard for or violation of the functions and standards established by this church for the office of Word and service; or
  - iv. willful disregard of the constitution, administrative bylaws or enactments of this church or of the synod.
- b. After three (3) years, a deacon suspended from the office and privileges of ordained ministry as a deacon by a Synod Council shall be removed from the roster of deacons by the Synod Council which suspended such individual unless, within three (3) years of the date of such suspension, that Synod Council receives evidence satisfactory to it of repentance and amendment of life.
- c. A deacon under discipline by a synod or otherwise removed by it from the roster of deacons must be restored by that synod to good standing before becoming eligible for acceptance by another synod. If not restored by that synod, the deacon may appeal to the Court of Appeal for an exception to this ruling.
- d. Upon reinstatement by a Synod Council, a deacon who was suspended from the office and privileges of ordained ministry as a deacon may apply for status of "on leave from call".

Section 12. The National Church Council may, from time to time, establish guidelines to define or to assist in the interpretation of the above grounds for discipline.

Section 13. The National Church Council shall also maintain a *Manual on Discipline of Rostered Ministers* containing material which provides guidance to synods and individuals involved in a process dealing with a complaint against, or the discipline of, a deacon.

## **PART VI SYNODS**

(Constitution, ARTICLE XI)

Section 1. This church shall be organized into five (5) synods with names and territories as follows:

- a. Name: British Columbia Synod of the Evangelical Lutheran Church in Canada.  
Territory: Province of British Columbia.
- b. Name: Alberta Synod of the Evangelical Lutheran Church in Canada, also known as the Synod of Alberta and the Territories.  
Territory: Province of Alberta and territories of the Yukon, Nunavut and the Northwest Territories.
- c. Name: Saskatchewan Synod of the Evangelical Lutheran Church in Canada.  
Territory: Province of Saskatchewan and the geographical area served by member congregations outside Saskatchewan.
- d. Name: Manitoba/Northwestern Ontario Synod of the Evangelical Lutheran Church in Canada.  
Territory: Province of Manitoba and the portion of Ontario west of 86 degrees longitude.
- e. Name: Eastern Synod of the Evangelical Lutheran Church in Canada.  
Territory: Province of Ontario east of 86 degrees longitude and the Provinces of Quebec, New Brunswick, Nova Scotia, Prince Edward Island and Newfoundland and Labrador.

Section 2. The number and size of synods shall be reviewed by the National Church Council at such times as it deems appropriate or when a request for such a review is made by a synod seeking a change to its boundaries or by at least forty (40) congregations seeking a change to the boundaries of their synod. The establishment of a new synod must receive a two-thirds (2/3) majority vote by the delegates present and voting at the convention(s) of the synod(s) involved and thereafter it must be approved by the convention of this church by a majority vote.

Section 3. Each synod shall have its own bishop.

Section 4. Congregations, which might benefit from inclusion in an adjoining synod, may apply to this church for reassignment to that synod.

Section 5. The bishop of this church, or a bishop otherwise appointed by the bishop of this church, shall preside according to the duly authorized rite of this church when a newly elected synodical bishop is set apart and/or installed to that office.

Section 6. Within the context of this church's policy and structure as set forth in these bylaws and by convention resolution, each synod bears primary responsibility for:

- a. initiating and developing new congregations and synodically recognized ministries on its territory;
- b. providing chaplaincies and other forms of ministry to institutions on its territory;
- c. relating to regional social structures, councils of churches and the like;

- d. operating camps and other centres for conferences and retreats;
- e. developing programs and providing resources for evangelism, Christian education, social ministry, stewardship, worship and music, and youth ministry among its members in co-operation with this church and the synods; and
- f. promoting and supporting the cause of mission in the world.

Section 7. Each synod shall be responsible for maintaining current rosters of pastors and deacons of this church which are within its jurisdiction. At the written request of a rostered pastor or rostered deacon who is a member in good standing and who is called into another synod, the secretary of each synod shall complete the required documentation.

Section 8. Each synod shall be responsible for all acts of installation of its rostered pastors and rostered deacons, except in the case of the National Bishop of this church and other rostered pastors or rostered deacons serving under call from the National Church Council.

Section 9. Each synod shall receive contributions from congregations for the work of this church and shall forward to this church a proportion thereof determined by mutual consultation between the synod and this church.

## **PART VII CONVENTIONS**

(Constitution, ARTICLE XII)

Section 1. The regular conventions of this church shall be held triennially.

Section 2. The time and place of each regular convention shall be determined by National Church Council.

Section 3. The secretary shall make a *Bulletin of Reports* available to all delegates-elect at least forty-five (45) days before each regular convention.

Section 4. Arrangements for conventions of this church shall be made by the National Church Council in conjunction with a committee appointed by the host synod for that purpose.

Section 5. Each synod shall pay the cost of its delegate(s) at a rate determined by the National Church Council.

Section 6. All appointments for general religious services or public meetings shall be subject to approval by the bishop of this church, who shall appoint a chaplain to be responsible for the devotional periods of the convention.

Section 7. The members of National Church Council shall be voting delegates at convention. In addition, the maximum number of synod elected or appointed voting delegates at convention shall be one hundred and fifty (150), comprised of a maximum of ninety (90) delegates who shall be lay and a maximum of sixty (60) delegates who shall be rostered pastors or rostered deacons. Of these one hundred and fifty (150) delegates, synods shall make reasonable efforts to elect or appoint one-fifth (1/5) of such delegates who are sixteen (16) to thirty (30) years of age as of the first day of convention.

Section 8. Synods shall be entitled to elect ten (10) delegates from its synod; the remaining delegates shall be apportioned among the synods based on baptized membership eighteen (18) months prior to convention.

Section 9. The secretary of each synod shall forward to the secretary of this church at least ninety (90) days before the convention a certified list of the regular and alternate delegates elected in the synod. The roll of the delegates to each convention shall be prepared by the secretary of this church in advance of the convention. Changes in the roll of delegates must be authorized by the synod concerned prior to the commencement of the convention.



- Section 10. Petitions from synods and congregations shall be submitted to the secretary of this church at least ninety (90) days prior to the convention for referral to the Committee of Reference and Counsel, and for inclusion in the *Bulletin of Reports*.
- Section 11. During the first session of each regular convention, the bishop of this church shall announce the membership of the following committees appointed by the officers:
- a. Committee of Reference and Counsel; and
  - b. Committee on Conduct of Elections.
- Section 12. A resolution of a general character which is not germane to the pending question or report shall be given to the Committee of Reference and Counsel by the delegate proposing such resolution. The Committee of Reference and Counsel shall report all such resolutions to the convention with its recommendation(s). Other duties of the committee shall be to grant or deny permission to distribute printed or electronic matters not issued from the office of this church, to be consulted in amendments to the agenda once the convention has commenced and to give such assistance to the bishop as may be requested.
- Section 13. All reports published in the *Bulletin of Reports* or in supplements thereto shall be received by the convention by virtue of that fact without vote.
- Section 14. Official representatives from other church bodies may be given seat and voice.
- Section 15. Any delegate may request the convention to grant any person the privilege of addressing the convention upon any matter then under consideration. Such request shall be granted only upon the affirmative vote of at least two-thirds (2/3) of the delegates then present and voting. However, such person shall not thereby have seat or voice in the convention.
- Section 16. Unless otherwise determined by a two-thirds (2/3) vote of the convention, all speeches in general discussion shall be limited to three (3) minutes.
- Section 17. At every triennial convention, in addition to any other business that may be transacted, the National Church Council shall present a report on the activities of the National Church Council since the last triennial convention, including a report on the financial position of this church.
- Section 18. When a motion calling for an appropriation of funds comes before the convention from any source other than the National Church Council, it shall be referred at once to said council for consideration and report.
- Section 19. Special conventions shall be called for specified purposes by the bishop of this church to be held within ninety (90) days of receiving a request in writing from two-thirds (2/3) of the members of the National Church Council or from a majority of the Synods Councils
- Section 20. The voting membership at a special convention shall consist of the delegates seated in the preceding regular convention providing they have not been disqualified by termination of membership. Synod Councils shall fill vacancies by appointment.
- Section 21. The secretary shall give written notice of any special convention to each delegate and shall make such notice available through the website of this church at least thirty (30) days prior to the opening date of the convention.
- Section 22. A quorum for any convention shall consist of at least thirty (30) per cent of the delegates provided that such delegates are from a majority of the synods.

Section 23. No error or omission in giving notice of any triennial or special convention or any adjourned convention, whether triennial or special, shall invalidate such convention or make void any proceedings taken thereat and any delegate may at any time waive notice of any such convention and may ratify, approve and confirm any or all proceedings taken or had thereat. For purpose of sending notice to any delegate, director or officer for any convention or otherwise, the address of the delegate, director or officer shall be such individual's last address recorded on the books of this church.

## **PART VIII NOMINATIONS AND ELECTIONS**

Section 1. The procedure for nominations in general shall be as follows:

- a. The National Church Council shall appoint six (6) members, one (1) from each synod as well as the secretary of this church, to serve on the Committee on Nominations.
- b. The committee shall elect its own convenor at an initial meeting called by the secretary. They shall prepare a slate of nominations for election by the convention to fill vacancies in the membership of the National Church Council and Court of Appeal except as otherwise provided. This slate shall be complete at least three (3) months prior to each convention.
- c. At least six (6) months prior to the convention, the secretary shall publish on the official website of this church a list of vacancies to be filled at the convention.
- d. The Committee on Nominations shall select two (2) nominees for each vacancy having concern for inclusive representation and the particular needs of the National Church Council and Court of Appeal and also for geographical and synodical distribution, but nominating no person holding an elected position whose term does not expire at the time of the convention.
- e. Should any of the nominees indicate inability to serve, the Committee on Nominations shall make whatever alteration to the list of nominations as may be necessary.
- f. Following the report of the Committee on Nominations to the convention, opportunity shall be given for nominations from the floor.
- g. The report shall provide the following information about each nominee: occupation, synod, and a brief statement of experience. Like information shall be given by the nominator to the Committee on Conduct of Elections for each person nominated from the floor.
- h. Upon completion of all nominations, the secretary shall ensure the official ballots are prepared.

Section 2. The officers shall be elected in the following order: bishop, vice-chair, secretary, and treasurer.

Section 3. In elections by the convention, the following rules shall apply:

- a. All elections shall be by ballot. In all elections except as otherwise provided a majority of the votes cast on any ballot shall elect.
- b. When the National Bishop is eligible for re-election, the first ballot shall contain one (1) name only in a yes or no vote on election of the incumbent National Bishop. Two-thirds (2/3) of the ballots cast shall be required for election.



- c. Should the election fail, the election shall proceed with an ecclesiastical ballot of nominations from the floor. On this ballot for bishop, three-fourths (3/4) of the votes cast shall be required for election. Thereafter, only such votes as are cast for persons who have received votes on the first or nominating ballot shall be valid. On the second ballot, two-thirds (2/3) of the votes cast shall be required for election. On the third ballot, a majority of the votes cast shall elect. On the fourth ballot, the voting shall be limited to five (5) persons receiving the highest vote on the third ballot, and a majority of the votes cast shall elect. On the fifth ballot, the voting shall be limited to the three (3) persons receiving the highest vote on the fourth ballot, and a majority of the votes cast shall elect. On the sixth ballot, the voting shall be limited to the two (2) persons receiving the highest vote on the fifth ballot, and a majority of the votes cast shall elect.
- d. Following the second ballot for bishop, each eligible person receiving one(1) or more votes will be invited to provide a brief biography. This may include congregational membership, degrees earned and honorary, pastorates and other positions held in the church, secular profession or occupation, membership on boards, special committees or agencies. Following the third ballot, those five (5) persons receiving the highest number of votes cast will be invited to address the convention. Following the fourth ballot, those three(3) persons receiving the highest number of votes cast will be invited to respond to questions submitted in writing from the convention delegates and selected by the Committee on Conduct of Elections. As each responds, the other two (2) will be sequestered.
- e. On the first ballot for vice-chair, three-fourths (3/4) of the votes cast shall be required for election. Thereafter, only such votes as are cast for persons who have received votes on the first or nominating ballot shall be valid. On the second ballot, two-thirds (2/3) of the votes cast shall be required for election. On the third ballot, the voting shall be limited to the four (4) persons receiving the highest vote on the second ballot, and a majority of the votes cast shall elect. On the fourth ballot the voting shall be limited to the three (3) persons receiving the highest vote on the third ballot, and a majority of the votes cast shall elect. On the fifth ballot the voting shall be limited to the two (2) persons receiving the highest vote on the fourth ballot, and a majority of the votes cast shall elect.
- f. The Committee on Conduct of Elections shall make available to the convention the following information concerning each person appearing on the third ballot for vice-chair: congregational membership, degrees earned and honorary, positions held in the church, secular profession or occupation, membership on boards, special committees or agencies.
- g. National Church Council shall nominate a person for the offices of secretary and treasurer. Opportunity will be given for nominations from the floor of the convention.
- h. If no nominee receives a majority of votes on the first ballot for elections of secretary, treasurer, members of the National Church Council or Court of Appeal, only the names of the two (2) persons receiving the highest number of votes but not elected on the preceding ballot shall be entered on the next ballot.
- i. At no point during the election will any eligible person be permitted to withdraw his or her name from any ballot, nor will any person be compelled to provide a biography or address the convention.
- j. The result of each ballot in every election shall be announced in detail to the convention by the Committee on Conduct of Elections.

- Section 4. In determining eligibility for re-election to the National Church Council or Court of Appeal, a term of office of eighteen (18) months or more shall be counted as a full term.
- Section 5. All terms of office, except as otherwise provided in these bylaws, shall begin at the conclusion of the convention at which the election thereto occurred.
- Section 6. A person shall not be eligible to serve on National Church Council and Court of Appeal concurrently.

## **PART IX NATIONAL CHURCH COUNCIL**

(Constitution, ARTICLE XIII)

- Section 1. The National Church Council (referred to as "the council") shall meet at least once per year.
- Section 2. In addition to the officers, the National Church Council shall consist of five (5) rostered members, one (1) from each synod; five (5) laypersons, one (1) from each synod; and one (1) layperson at large from the synod with the most baptized members. There shall be one (1) additional member appointed by the Council of General Synod (COGS) of the Anglican Church of Canada for a term to be determined by COGS.
- Section 3. The following persons are disqualified from being a director:
- a. anyone who is less than eighteen (18) years of age;
  - b. anyone who is incapable; or
  - c. a person who has the status of bankrupt.
- Section 4. Directors, other than the officers and synod bishops, shall be elected by the convention for a term of three (3) years and are eligible for re-election but may not serve more than three (3) consecutive terms.
- Section 5. The office of director shall be automatically vacated:
- a. if the director resigns from office by delivering a written resignation to the secretary of this church;
  - b. if the director is found to be incapable;
  - c. if the director becomes bankrupt; or
  - d. on the director's death;
  - e.
- provided that if any vacancy shall occur for any reason in this paragraph contained, the council may, by majority vote, fill the vacancy by appointment until the next convention.
- Section 6. A majority of the members of the council shall constitute a quorum.
- Section 7. Meetings of the National Church Council may be called by the bishop or by the officers and shall be called by the bishop upon the written request of a majority of the directors.
- Section 8. Meetings of the National Church Council may be held at such time and place in Canada as is determined by the bishop or by the officers, provided that fifteen (15) days written notice of such meeting shall be given, other than by mail, to each director.
- Section 9. No error or omission in giving notice of any meeting of the council or any adjourned meeting of the council shall invalidate such meeting or make void any proceedings taken thereat and any director may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat. Each director is authorized to exercise one (1) vote.

- Section 10. If a majority of directors consent thereto generally or in respect of a particular meeting, a director may participate in a meeting of the council or of a committee of the council by means of electronic facilities that permits all persons participating in the meeting to hear each other. Each council member participating in such a meeting by such means is deemed to be present at the meeting.
- Section 11. The National Church Council may conduct a vote of the council via email. Protocol for conducting these votes shall be outlined in a policy approved by the National Church Council. Results of the vote shall be recorded in the minutes of the next council meeting.
- Section 12. A resolution in writing, signed by a majority of directors entitled to vote on that resolution at a meeting of the council or committee of the council, is as valid as if it had been passed at a meeting of the council or committee of the council.
- Section 13. The minutes of the National Church Council and the minutes of the officers shall be available to the directors, and such others as the council shall determine, each of whom shall receive a copy of such minutes.
- Section 14. The National Church Council shall arrange for the celebration of the duly authorized rite of this church when a new National Bishop is set apart to that office. The bishop of this church (or if such office is vacant, the council) shall appoint a bishop to preside at the rite.
- Section 15. The National Church Council shall issue letters of call to the rostered salaried staff of this church, to rostered pastors and rostered deacons serving within the structures and agencies of this church, and to those in special service in accordance with the bylaw provisions (Part IV, Section 3 or Part V, Section 3).
- Section 16. The National Church Council shall approve personnel policies applicable to all program and support staff.
- Section 17. The National Church Council may appoint such agents and engage such employees as it shall deem necessary from time to time and such persons shall have such authority and shall perform such duties as shall be prescribed by the council at the time of such appointment.
- Section 18. The directors and members of committees appointed by the directors shall serve as such without remuneration and no director or committee member shall directly or indirectly receive any profit from such position, provided that a director or a committee member may be paid reasonable expenses incurred by such individual in the performance of that individual's duties. Nothing herein contained shall be construed to preclude any director or committee member from serving this church as an officer or in any other capacity and receiving compensation therefor.
- Section 19. The National Church Council shall be responsible for organizing the National Convention.
- Section 20. The National Church Council may issue official statements on social or moral issues in the name of this church between its conventions when, in the judgment of the council, an emergency exists or when delay of such action until the next convention would impair the timeliness of an utterance that this church ought in conscience to make. Concurrence of two-thirds (2/3) of the total membership of the council shall be required in each such instance.
- Section 21. The bishop of this church shall be an ex officio member of all committees of council with voice and vote.

## **PART X OFFICERS**

(Constitution, ARTICLE XIV)

- Section 1. The officers other than the bishop shall be elected by the convention for a term of three (3) years according to procedures established in the administrative bylaws. The bishop shall serve for a term of six (6) years. All officers shall be eligible to be re-elected without term limit and shall serve until their successors assume office.
- Section 2. Should a vacancy occur *ad interim* in any of the offices with the exception of the office of bishop, the National Church Council is empowered to fill the same until the next regular convention or to call a special convention to fill the vacancy. Each election by a convention shall be for a full term of office.
- Section 3. The terms of the officers other than bishop shall begin at the conclusion of the convention following election. The term of the bishop shall begin on the first day of September following election.
- Section 4. The bishop of this church shall:
- a. serve as its leader and counsellor;
  - b. seek to preserve its peace and order;
  - c. call, convene and preside over its conventions and the meetings of the National Church Council;
  - d. speak publicly and witness for the gospel on behalf of this church;
  - e. oversee the officers and program staff;
  - f. co-ordinate the work of its committees;
  - g. represent this church at meetings of recognized independent organizations;
  - h. convene meetings of the bishops of the synods;
  - i. serve as the primary representative of this church in all inter-church associations and councils in which it holds membership;
  - j. be responsible for co-ordinating administrative matters, clarifying areas of overlapping or unassigned accountability;
  - k. convene meetings of the officers and executive staff of this church for consultation, other persons may be included at the discretion of the bishop;
  - l. serve as a consultant in the nomination process for the election of chief executive officers of the institutions of this church;
  - m. convene and chair meetings of the officers;
  - n. prepare a report on the state of this church for presentation at the conventions of this church and of its synods;
  - o. make regular reports to the National Church Council, analyzing the programs of this church and aiding the council in setting priorities and emphases in the work of this church;
  - p. represent this church at conventions of the synods or appoint a member of the National Church Council or a staff member to be a representative;

- q. engage, with the approval of the National Church Council, such staff as is necessary to discharge the responsibilities assigned to the bishop;
- r. perform program responsibilities as may be necessary;
- s. serve full-time in office; and
- t. perform the additional duties prescribed in the constitution, administrative bylaws and resolutions of this church.

Section 5. The vice-chair shall:

- a. preside at conventions and at meetings of the National Church Council upon the request of the bishop;
- b. in the event of the death, resignation or incapacity of the bishop, convene the National Church Council to provide for the discharge of the bishop's duties pending the election of a new bishop at a regular or special convention; and
- c. perform the additional duties prescribed in the constitution, administrative bylaws and resolutions of this church.

Section 6. The secretary shall:

- a. keep or cause to be kept all record keeping duties on behalf of this church;
- b. maintain the roster of congregations and synodically recognized ministries of this church;
- c. have custody of the archives of this church, including:
  - i. official documents and records of this church;
  - ii. proceedings of the conventions of this church and of its synods; and
  - iii. biographical data of rostered pastors and rostered deacons who have served this church.
- d. gather and publish the statistics of this church;
- e. publish, as needed, the articles of incorporation and a current issue of the constitution and bylaws of this church and make available through the website of this church;
- f. publish the time and place of each regular convention of this church at least six (6) months in advance of the opening date of the convention;
- g. oversee the preparation and distribution of the *Bulletin of Reports* for each convention;
- h. maintain a record of delegates, advisory members and official visitors of the conventions;
- i. oversee registration of participants at regular and special conventions;
- j. ensure a report of each convention is made available on the website of this church;
- k. issue Certificates of Election and notify those concerned of resolutions adopted by each convention;
- l. respond to inquiries seeking information on policies approved or actions taken by the National Church Council and by the conventions of this church;

- m. ensure that appropriate corporations are established for health care institutions or agencies owned by this church or its synods, and review and make recommendations regarding all proposed constitutional amendments; and
- n. perform the additional duties prescribed in the constitution, administrative bylaws and resolutions of this church.

Section 7. The treasurer shall:

- a. be the fiscal officer of this church;
- b. keep or cause to be kept proper accounting records;
- c. keep or cause to be kept the deposit of money and the disbursement of funds;
- d. make full report of the financial affairs of this church to conventions and to the National Church Council;
- e. be responsible for the safekeeping of the securities, insurance policies, deeds, abstracts, mortgages and other legal instruments held by the National Church Council on behalf of this church and its boards; and
- f. perform the additional duties prescribed in the constitution, administrative bylaws and resolutions of this church.

Section 8. During the intervals between meetings of the National Church Council, the officers shall possess and may exercise (subject to any restrictions which the National Church Council may from time to time make) all of the powers of the National Church Council in the management and direction of the day-to-day operation of this church (save and except only such acts as must by the Act or these bylaws be performed by the National Church Council itself) in such manner as the officers may deem best in the interest of this church in all cases in which specific direction shall not have been given by National Church Council. All actions of the officers shall be reported to the National Church Council at the meeting next succeeding such actions and shall be subject to revision or alteration by the National Church Council, provided that no acts or rights or third parties shall be affected or invalidated by any such revision or alteration.

Section 9. Meetings of the officers shall be held at such time and place in Canada as is determined by the members of such committee provided that three (3) days written notice of such meeting shall be given, other than by mail, to each member of such committee. Three (3) members of such committee shall constitute a quorum. No error or omission in giving notice of any meeting of the officers or any adjourned meeting of the officers shall invalidate such meeting or make void any proceedings taken thereat and any member of such committee may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat. Each member of the committee is authorized to exercise one (1) vote.

## **PART XI RECALL OR DISMISSAL OF AN OFFICER**

Section 1. The recall or dismissal of an officer of this church or of an officer of a synod of this church and the vacating of the office may be effected:

- a. for willful disregard or violation of the constitution, administrative bylaws, authority or resolutions of this church;
- b. for such physical or mental disability or incompetence as may render the officer incapable of performing the duties of office; or

- c. for such conduct as would subject the officer to disciplinary action in the synod, congregation or synodically recognized ministry of which he or she is a member.

Section 2. Proceedings for recall or dismissal shall be instituted by filing with the chairperson of the Court of Appeal a petition stating specifically the charge or charges.

- a. A statement of charge against an officer of the National Church may be initiated by:
  - i. at least two-thirds (2/3) of the elected members of the National Church Council; or
  - ii. a petition signed by at least one-fifth (1/5) of those who were delegates to the latest convention of this church, at least fifteen (15) of whom shall be rostered delegates and at least fifteen (15) of whom shall be lay delegates representing at least two (2) synods with no more than twenty (20) from any one (1) synod.
- b. A statement of charge against a synod officer may be initiated by:
  - i. at least two-thirds (2/3) of the elected members of the Synod Council;
  - ii. at least one-fifth (1/5) of those who were delegates to the latest convention of the synod, at least one-quarter (1/4) of whom are rostered delegates and at least one-quarter (1/4) of whom are lay delegates; or
  - iii. at least two-thirds (2/3) of the elected members of the National Church Council.

Section 3. The chairperson of the Court of Appeal shall cause a copy of the statement of charge to be delivered to the accused officer, together with a notice of the time and place when the court will meet to hear the charges. The accused officer shall have the right to present a defence. After hearing such testimony as it may deem necessary and helpful, the court shall decide promptly whether the charges have been sustained and whether the accused officer shall be recalled or dismissed and the office vacated. If the charges are not sustained the statement of charge shall be dismissed. A judgment dismissing the charges shall be final and not subject to appeal. In any case, the court shall report the filing of the statement of charge and its disposition to the next convention of this church or, in the case of a synod officer, of the synod.

Section 4. Notice of a decision by the Court of Appeal that the charges have been sustained shall be given to the accused officer, and the officer may file an appeal of the decision with the Court of Appeal within forty-five (45) days after receipt of such notice. Such appeal shall be heard at the next convention and the convention may decide by a two-thirds (2/3) vote, after debate but without receiving testimony, that the officer shall be recalled or dismissed and the office vacated.

Section 5. After a decision that the charges have been sustained, if it is deemed by the Court of Appeal essential to good order that the accused officer should be meanwhile suspended, the Court of Appeal, a majority of members concurring, shall direct its chair to notify the National Church Council or Synod Council, which in such case shall require a two-thirds (2/3) vote, suspend the accused officer from performance of the duties of office pending action on an appeal, and may make provision for performance of such duties *ad interim*.

Section 6. The Court of Appeal shall promulgate such additional rules of procedure, as it may deem necessary for the performance of its duties under this item.

## **PART XII CONFERENCE OF BISHOPS**

Section 1. There shall be a Conference of Bishops composed of the National Bishop and the synodical bishops.

Section 2. The Conference of Bishops shall be convened by the National Bishop at least annually.



- Section 3. The Conference of Bishops shall:
- a. attend to the spiritual and collegial nurture of its members;
  - b. reflect and provide vision on issues that affect the life of the church;
  - c. develop and share objectives and strategies concerning pastoral leadership;
  - d. recommend policy and practice to the National Church Council;
  - e. advise National Church Council on referred matters; and
  - f. strive to achieve consistent practice across the synods.

## **PART XIII COLLEGES, UNIVERSITIES AND SEMINARIES**

### **Section 1. *Ownership and Governance of Schools***

Ownership of the colleges and universities of this church shall be vested in this church.

Section 2. Each school shall present a report to the convention of this church.

### **Section 3. Ownership and Governance of Seminaries**

Ownership of the Lutheran Theological Seminary Saskatoon shall be vested in the four (4) western synods. Ownership of the Martin Luther University College shall be vested in the Eastern Synod. The Board of Governors shall be elected or appointed by the appropriate synods.

## **PART XIV BENEFIT AND PENSION PLANS**

(Constitution, ARTICLE XV)

Section 1. A pension plan and group benefits plan shall be maintained through a wholly owned subsidiary of this church. The board of directors of such subsidiary shall be elected by the National Church Council and such board of directors shall manage and supervise the administration of the pension plan and group benefits plan and their portfolios.

Section 2. Entities associated with this church shall co-operate with the wholly owned subsidiary of this church to ensure that the following pension and benefit plans are available for their respective employees:

- a. a contributory pension plan constructed on the money-purchase principle;
- b. a group benefits plan that provides life and disability insurance and such other benefits as may be determined by the board appointed to administer the group benefits plan.

Section 3. The entities associated with this church shall ensure that each eligible employee is properly enrolled in the pension plan referred to in Section 2.a, and that all necessary documents are completed and all necessary contributions are made in order to provide for such participation.

Section 4. The entities associated with this church shall ensure that each eligible employee is properly enrolled in the group benefits plan referred to in Section 2.b, and that all necessary documents are completed and all necessary payments are made in order to provide for such participation.



## **PART XVI SPECIAL INTEREST CONFERENCES**

(Constitution, ARTICLE XVI)

- Section 1. Upon receipt of formal notice from not fewer than six (6) congregations and not fewer than six (6) rostered pastors or rostered deacons of a desire for the formation of a Special Interest Conference representing a specific national and cultural heritage, the bishop of this church shall convene the interested persons for the purpose of organizing such a conference. As long as at least four (4) congregations and at least four (4) rostered pastors or rostered deacons desire the continuation of the conference, it shall not be disbanded involuntarily.
- Section 2. Other special interest conferences of a like character may be organized and continued in existence by the convention or the National Church Council at its discretion upon the expression of a similar desire on the part of any number of congregations and rostered pastors or rostered deacons of this church.
- Section 3. The officers of a Special Interest Conference and the committee on arrangements for its next annual or biennial meeting shall constitute the entire continuing organization of the conference unless an exception to this rule is granted in a specific instance by the National Church Council.

## **PART XVII COURT OF APPEAL**

(Constitution, ARTICLE XVII)

- Section 1. The Court of Appeal shall consist of five (5) members, three (3) lay and two (2) rostered, who shall be elected by the convention for a term of three (3) years. No member may hold a position on National Church Council, Synod Council or a synodical committee for theological education and leadership. No member shall serve more than two (2) consecutive terms. A vacancy occurring ad interim may be filled by the National Church Council until the next regular convention, which shall fill the unexpired term.
- Section 2. A quorum shall consist of three (3) members including at least one (1) lay and one (1) rostered member. A majority must concur in any decision.
- Section 3. The court shall elect its own chair and secretary.
- Section 4. Due notice of the time and place of meetings of the court shall be given by its secretary to all persons involved in the case.
- Section 5. The court may make rules and orders in any matter of procedure not provided for in this bylaw in order to facilitate the proper and expeditious handling of its business.
- Section 6. Disciplinary actions of Synod Councils may be appealed to the court. The decisions of the court in such matters shall be final. Such decisions shall be reported to the parties involved in the appeal and to the bishop of this church.
- Section 7. An appeal must be filed with the secretary of the court within forty-five (45) days from the date of the decision, which is being appealed. The court shall hear and determine the appeal on the data upon which the decision appealed was based and render its verdict in writing. The court may, for the purpose of hearing and determining the appeal, receive such further evidence and in such manner and form as it in its sole discretion may determine.
- Section 8. All decisions of the Court of Appeal shall be posted on the official website of this church and in the *Bulletin of Reports* in full or in summary form, as directed by the chair of the court.

## **PART XVII INDEMNIFICATION**

- Section 1. This church may indemnify a director or officer of this church, a former director or officer of this church or another individual who acts or acted at this church's request as a director or officer, or an individual acting 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 the individual in respect of any civil, criminal, administrative, investigative or other proceeding in which the individual is involved because of that association with this church or other entity.
- Section 2. This church may advance moneys to a director, officer or other individual for the costs, charges and expenses of a proceeding referred to in Section 1. The individual shall repay the moneys if the individual does not fulfil the conditions of Section 3.
- Section 3. This church may not indemnify an individual under Section 1 unless the individual:
- a. acted honestly and in good faith with a view to the best interests of this 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 this church's request; and
  - b. in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, the individual had reasonable grounds for believing that the individual's conduct was lawful.
- Section 4. This church may with the approval of a court, indemnify an individual referred to in Section 1, or advance moneys under Section 2, in respect of an action by or on behalf of this church or other entity to procure a judgment in its favour, to which the individual is made a party because of the individual's association with this church or other entity as described in Section 1 against all costs, charges and expenses reasonably incurred by the individual in connection with such action, if the individual fulfils the conditions set out in Section 3.
- Section 5. Despite Section 1, an individual referred to in that section is entitled to indemnity from this church in respect of all costs, charges and expenses reasonably incurred by the individual in connection with the defence of any civil, criminal, administrative, investigative or other proceeding to which the individual is subject because of the individual's association with this church or other entity as described in Section 1, if the individual seeking indemnity:
- a. was not judged by the court or other competent authority to have committed any fault or omitted to do anything that the individual ought to have done; and
  - b. fulfils the conditions set out in Section 3.

**Signatures of two directors/trustees:**

\_\_\_\_\_  
*Sign*

\_\_\_\_\_  
*Print Name*

Date: \_\_\_\_\_

\_\_\_\_\_  
*Sign*

\_\_\_\_\_  
*Print Name*

Date: \_\_\_\_\_













