

CNBC Constitution & Bylaws

CANADIAN NATIONAL BAPTIST CONVENTION

Society Act

CONSTITUTION

1. The name of the Society is the CANADIAN NATIONAL BAPTIST CONVENTION DENOMINATION.
2. The purposes of the CANADIAN NATIONAL BAPTIST CONVENTION DENOMINATION are:
 - a) to provide an entity for cooperating churches to work together to carry out Christ's mission of preaching, teaching, healing and ministering to all persons throughout the world;
 - b) to receive bequests, trusts, funds and property and to hold, invest, administer and distribute funds and property for the purposes of the Society as presently set out and for such other organizations as are "qualified donees" under the provisions of the Income Tax Act and for such other purposes and activities which are authorized for registered charities under the provisions of the Income Tax Act; and
 - c) to do all such other things as are incidental and ancillary to the attainment of the purposes and the exercise of the powers of the Society.
3. The Statement of Faith of the CANADIAN NATIONAL BAPTIST CONVENTION DENOMINATION is:

CNBC Statement of Faith

I. THE SCRIPTURES

The Holy Bible was written by men divinely inspired and is the record of God's revelation of Himself to man. It is a perfect treasure of divine instruction. It has God for its author, salvation for its end, and truth, without any mixture of error, for its matter. It reveals the principles by which God judges us; and therefore is, and will remain to the end of the world, the true centre of Christian union, and the supreme standard by which all human conduct, creeds, and religious opinions should be tried. The criterion by which the Bible is to be interpreted is Jesus Christ.

II. GOD

There is one and only one living and true God. He is an intelligent, spiritual and personal Being, the Creator, Redeemer, Preserver and Ruler of the universe. God is infinite in holiness and all other perfections. To Him we owe the highest love, reverence and obedience. The eternal God reveals Himself to us as Father, Son and Holy Spirit, with distinct personal attributes, but without division of nature, essence, or being.

- A. GOD THE FATHER – God as Father reigns with providential care over His universe, His creatures and the flow of the stream of human history according to the purposes of His grace. He is all powerful, all loving, and all wise. God is Father in truth to those who become children of God through faith in Jesus Christ. He is fatherly in His attitude toward all men.
- B. GOD THE SON – Christ is the eternal Son of God. In His incarnation as Jesus Christ he was conceived of the Holy Spirit and born of the virgin Mary. Jesus perfectly revealed and did the will of God taking upon Himself the demands and necessities of human nature and identifying Himself completely with mankind yet without sin. He honored the divine law by His personal obedience, and in His death on the cross He made provision for the redemption of men from sin. He was raised from the dead with a glorified body and appeared to His disciples as the person who was with them before His crucifixion. He ascended into heaven and is now exalted at the right hand of God where He is the One Mediator, partaking of the nature of God and of man, and in whose Person is effected the reconciliation between God and man. He will return in power and glory to judge the world and to consummate His redemptive mission. He now dwells in all believers as the living and ever-present Lord.
- C. GOD THE HOLY SPIRIT – The Holy Spirit is the Spirit of God. He inspired holy men of old to write the Scriptures. Through illumination He enables men to understand truth. He exalts Christ. He convicts of sin, of righteousness and of judgement. He calls men to the Saviour, and effects regeneration. He cultivates Christian character, comforts believers, and bestows the spiritual gifts by which they serve God through His church. He seals the believer unto the day of final redemption. His presence in the Christian is the assurance of God to bring the believer into the fullness of the stature of Christ. He enlightens and empowers the believer and the church in worship, evangelism, and service.

III. MAN

Man was created by the special act of God, in His own image, and is the crowning work of His creation. In the beginning man was innocent of sin and was endowed by his Creator with freedom of choice. By his free choice man sinned against God and brought sin into the human race. Through the temptation of Satan man transgressed the command of God, and fell from his original innocence; whereby his posterity inherits a nature and an environment inclined toward sin and as soon as they are capable of moral action become transgressors and are under condemnation. Only the grace of God can bring man into His holy fellowship and enable man to fulfill the creative purpose of God. The sacredness of human personality is evident in that God created man in His own image, and in that Christ died for man; therefore every man possesses dignity and is worthy of respect and Christian love.

IV. SALVATION

Salvation involves the redemption of the whole man and is offered freely to all who accept Jesus Christ as Lord and Saviour, who by His own blood obtained eternal redemption for the believer. In its broadest sense salvation includes regeneration, sanctification, and glorification.

- A. Regeneration or the new birth is a work of God's grace whereby believers become new creatures in Christ Jesus. It is a change of heart wrought by the Holy Spirit through conviction of sin, to which the sinner responds in repentance toward God and faith in the Lord Jesus Christ.

Repentance and faith are inseparable experiences of grace.

Repentance is a genuine turning from sin toward God. Faith is the acceptance of Jesus Christ and commitment of the entire personality to Him as Lord and Saviour. Justification is God's gracious and full acquittal upon principles of His righteousness of all sinners who repent and believe in Christ. Justification brings the believer into a relationship of peace and favour with God.

- B. Sanctification is the experience beginning in regeneration by which the believer is set apart to God's purposes and is enabled to progress toward moral and spiritual perfection through the presence and power of the Holy Spirit dwelling in him. Growth in grace should continue throughout the regenerate person's life.
- C. Glorification is the culmination of salvation and is the final blessed and abiding state of the redeemed.

V. GOD'S PURPOSE OF GRACE

Election is the gracious purpose of God, according to which He regenerates, sanctifies, and glorifies sinners. It is consistent with the free agency of man, and comprehends all the means in connection with the end. It is a glorious display of God's sovereign goodness, and is infinitely wise, holy, and unchangeable. It excludes boasting and promotes humility.

All true believers endure to the end. Those whom God has accepted in Christ, and sanctified by His Spirit, will never fall away from the state of grace, but shall persevere to the end. Believers may fall into sin through neglect and temptation, whereby they grieve the Spirit impair their graces and comforts, bring reproach on the cause of Christ, and temporal judgments on themselves, yet they shall be kept by the power of God through faith unto salvation.

VI. THE CHURCH

A New Testament church of the Lord Jesus Christ is a local body of baptized believers who are associated by covenant in the faith and fellowship of the gospel, observing the two ordinances of Christ, committed to His teachings, exercising the gifts, rights, and privileges invested in them by His Word, and seeking to extend the gospel to the ends of the Earth.

This church is an autonomous body operating through democratic processes under the Lordship of Jesus Christ. In such a congregation members are equally responsible. Its Scriptural officers are pastors and deacons.

The New Testament speaks also of the church as the body of Christ, which includes all of the redeemed of all the ages.

VII. BAPTISM AND THE LORD'S SUPPER

Christian baptism is the immersion of a believer in water in the name of the Father, the Son, and the Holy Spirit. It is an act of obedience symbolizing the believer's faith in a crucified, buried, and risen Saviour, the believer's death to sin, the burial of the old life, and the resurrection to walk in newness of life in Christ Jesus. It is testimony to his faith in the final resurrection of the dead. Being a church ordinance, it is prerequisite to the privileges of church membership and to the Lord's Supper.

The Lord's Supper is a symbolic act of obedience whereby members of the church, through partaking of the bread and the fruit of the vine memorialize the death of the Redeemer and anticipate His second coming.

VIII. THE LORD'S DAY

The first day of the week is the Lord's Day. It is a Christian institution for regular observances. It commemorates the resurrection of Christ from the dead and should be employed in exercises of worship and spiritual devotion, both public and private, and by refraining from worldly amusements, and resting from secular employments, work of necessity and mercy only being expected.

IX. THE KINGDOM

The Kingdom of God includes both His general sovereignty over the universe and His particular kingship over men who willfully acknowledge Him as King. Particularly the Kingdom is the realm of salvation into which men enter by trustful, childlike commitment to Jesus Christ. Christians ought to pray and to labour that the Kingdom may come and God's will be done on earth. The full consummation of the Kingdom awaits the return of Jesus Christ and the end of this age.

X. LAST THINGS

God, in His own time and in His own way, will bring the world to its appropriate end. According to His promise, Jesus Christ will return personally and visibly in glory to the earth; the dead will be raised; and Christ will judge all men in righteousness. The unrighteous will be consigned to Hell, the place of everlasting punishment. The righteous in their resurrection and glorified bodies will receive their reward and will dwell forever in Heaven with the Lord.

XI. EVANGELISM AND MISSION

It is the duty and privilege of every follower of Christ and of every church of the Lord Jesus Christ to endeavour to make disciples of all nations. The new birth of man's spirit by God's Holy Spirit means the birth of love for others. Missionary effort on the part of all rests thus upon a spiritual necessity of the regenerate life, and is expressly and repeatedly commanded in the teachings of Christ. It is the duty of every child of God to seek constantly to win the lost to Christ by personal effort and by all other methods in harmony with the gospel of Christ.

XII. EDUCATION

The cause of education in the Kingdom of Christ is co-ordinate with the causes of missions and general benevolence, and should receive along with these the liberal support of the churches. An adequate system of Christian schools is necessary to a complete spiritual program for Christ's people.

In Christian education there should be a proper balance between academic freedom and academic responsibility. Freedom in any orderly relationship of human life is always limited and never absolute. The freedom of a teacher in a Christian school, college, or seminary is limited by pre-eminence of Jesus Christ, by the authoritative nature of the Scriptures and by the distinct purpose for which the school exists.

XIII. STEWARDSHIP

God is the source of all blessings temporal and spiritual; all that we have and are we owe to Him. Christians have a spiritual debtorship to the whole world, a holy trusteeship in the gospel and a binding stewardship in their possessions. They are therefore under obligation to serve Him with their time, talents, and material possessions; and should recognize all these as entrusted to them to use for the glory of God and for helping others. According to the Scriptures, Christians should contribute of their means cheerfully, regularly, systematically, proportionately, and liberally for the advancement of the Redeemer's cause on earth.

XIV. COOPERATION

Christ's people should, as occasion requires, organize such associations and conventions as may best secure cooperation for the great objects of the Kingdom of God. Such organizations have no authority over one another or over the churches. They are voluntary and advisory bodies designed to elicit, combine, and direct the energies of our people in the most effective manner. Members of New Testament churches should cooperate with one another in carrying forward the missionary, educational, and benevolent ministries for the extension of Christ's Kingdom. Christian unity in the New Testament sense is spiritual harmony and voluntary cooperation for common ends by various groups of Christ's people. Cooperation is desirable between the various Christian denominations when the end to be attained is itself justified, and when such cooperation involves no violation of conscience or compromise of loyalty to Christ and His Word as revealed in the New Testament.

XV. THE CHRISTIAN AND THE SOCIAL ORDER

Every Christian is under obligation to seek to make the will of Christ supreme in his own life and in human society. Means and methods used for the improvement of society and the establishment of righteousness among men can be truly and permanently helpful only when they are rooted in the regeneration of the individual by the saving grace of God in Christ Jesus. The Christian should oppose in the spirit of Christ every form of greed, selfishness, and vice. He should work to provide for the orphaned, the needy, the aged, the helpless, and the sick. Every Christian should seek to bring industry, government, and society as a whole under the sway of the principles of righteousness, truth, and brotherly love. In order to promote these ends Christians should be ready to work with all men of good will in any good cause always being careful to act in the spirit of love without compromising their loyalty to Christ and His truth.

XVI. PEACE AND WAR

It is the duty of Christians to seek peace with all men on principles of righteousness. In accordance with the spirit and teachings of Christ they should do all in their power to put an end to war.

The true remedy for the war spirit is the gospel of our Lord. The supreme need of the world is the acceptance of His teachings in all the affairs of men and nations, and the practical application of His law of love.

XVII. RELIGIOUS LIBERTY

God alone is Lord of the conscience, and He has left it free from the doctrines and commandments of men, which are contrary to His Word or not contained in it. Church and state should be separate. The state owes to every church protection and full freedom in the pursuit of its spiritual ends. In providing for such freedom no ecclesiastical group or denomination should be favoured by the state more than others. Civil government being ordained of God, it is the duty of Christians to render loyal obedience thereto in all things not contrary to the revealed will of God. The church should not resort to the civil power to carry on its work. The gospel of Christ contemplates spiritual means alone for the pursuit of its ends. The state has no right to impose penalties for religious opinions of any kind. The state has no right to impose taxes for the support of any form of religion. A free church in a free state is the Christian ideal, and this implies the right of free and unhindered access to God on the part of all men, and the right to form and propagate opinions in the sphere of religion without interference by the civil power.

4. The Society shall have perpetual succession and has power to acquire by purchase, gift, devise, bequest, trust, agreement, contract, or otherwise real and personal property within and without the province, and may hold, sell, dispose of, exchange, mortgage, lease, let, improve, and develop any such property and without restricting the generality of the foregoing may acquire in any way or ways real and personal property for the purpose of funding the purposes of the Society and deal with any and all such property as empowered by this Section.
5. The activities of the Society shall be carried on without purpose of gain for its members and any income, profits, or other accretions to the Society shall be used in promoting the purposes of the Society.
6. Upon winding-up or dissolution of the Society, the assets remaining after the payment of all costs, charges, and expenses properly incurred in the winding-up, including the remuneration of a liquidator, and after payment to employees of the Society of any arrears of salaries or wages, and after the payment of any debts of the Society, shall be distributed among and to such registered Canadian charities as are affiliated with or involved with the ministry of the Canadian National Baptists as shall be designated by the directors. If that shall not be possible, the assets shall be distributed to such charities, registered under the provisions of the Income Tax Act, as shall be designated by the directors. Any of such assets remaining, which had originally been provided for specific purposes, shall, wherever possible, be distributed to charities registered under the provisions of the Income Tax Act carrying on work with similar nature to such specific purposes.
7. Paragraphs 3 and 7 are alterable.
8. Paragraphs 4, 5, 6 and 8 are unalterable.

CANADIAN NATIONAL BAPTIST CONVENTION

Bylaws

PART I INTERPRETATION

1. In these bylaws and the Constitution of the Society unless the context otherwise requires:
 - a) “agency” means an organization whether or not incorporated set up or a relationship entered into with an organization or person which requires accountability to the Convention and the purpose of which is to facilitate the carrying out of specific activities and programs of the Convention;
 - d) “board” means the directors acting as authorized by the constitution and bylaws of the Society in managing or supervising the management of the affairs of the Society and exercising the powers of the Society;
 - e) “bylaws” means the bylaws of the Society as filed in the Office of the Registrar of Companies in Victoria;
 - f) “Convention” means the meeting of messengers held in accordance with these bylaws;
 - g) “Cooperating Baptist Church” means a church determined at that particular point in time by the Convention in accordance with Part III of the bylaws to be a Cooperating Baptist Church;
 - h) “directors” means the directors of the Society for the time being elected or appointed in accordance with Part VII of these bylaws;
 - i) “National Leadership Board” means the National Leadership Board of the Convention as elected in accordance with the provisions of Part IV of these bylaws;
 - j) “institution” means an organization with its own constitution and bylaws set up by and accountable to the Convention and the purpose of which is to facilitate the carrying out of the specific activities and programs of the Convention;
 - k) “members” means the Applicants for incorporation and those persons who subsequently have become members in accordance with these bylaws, and, in either case have not ceased to be members;
 - l) “messengers” means the persons accepted by the Convention as messengers in accordance with these bylaws;
 - m) “registered address” of a member means his address as recorded in the register of members;

- n) "Society" means the CANADIAN NATIONAL BAPTIST CONVENTION DENOMINATION;
 - o) "Society Act" means the Society Act of the Province of British Columbia from time to time in force and all amendments to it;
 - p) "Statement of Faith" means the Doctrinal Statement of the Society as set out in the Constitution.
2. Except where they conflict with the definition contained in these bylaws, the definitions in the Society Act on the date these bylaws become effective apply to these bylaws.

PART II MEMBERSHIP

3. Membership in the Society shall be restricted to the applicants for incorporation and those persons who are then elected as messengers to the Convention by Cooperating Baptist Churches. Between meetings of the Convention membership in the Society shall be restricted to those persons who are elected to the National Leadership Board of the Convention and the National Ministry Leader of the Convention. All such persons shall be admitted as members of the Society immediately upon their application for membership being received by the Society. All such persons shall be member only by virtue of his or her office as a current messenger or as a current member of the National Leadership Board of the Convention or as the current National Ministry Leader and shall remain members only so long as he or she holds such office.
4. There shall be no annual membership dues.
5. Any member may withdraw from the Society by delivering his resignation in writing to the Secretary of the Society or by mailing or delivering it to the address of the Society.
6. A person shall immediately cease to be a member of the Society:
- a) upon delivering his resignation in writing to the Secretary of the Society or upon delivering it to the address of the Society; or
 - b) upon his death.
7. There is no manner in which a member may be expelled.
8. The membership of a person in the Society is not transferable.
9. All members shall be in good standing as long as such member is a member in good standing of a Cooperating Baptist Church.

PART III CONVENTION

10. The Society shall hold a Convention at least annually at such time and place as may be designated by the Society.
11. The Convention shall consist of messengers who are members of Cooperating Baptist Churches who are elected and certified by Cooperating Baptist Churches.
12. Each Cooperating Baptist Church with up to 50 resident members shall be entitled to a minimum of four messengers with the right to send one additional messenger for each additional fifty resident members or major portion thereof to a maximum of twelve messengers.
13. Messengers from new Cooperating Baptist Churches may be seated at an Annual Convention session by a two-thirds vote.
14. As an autonomous Baptist entity the Convention reserves the right to determine what constitutes a Cooperating Baptist Church. Cooperating Baptist Churches will be those churches which are in sympathy with the purposes of the Society, and are cooperating with and have contributed financially to the CANADIAN NATIONAL BAPTIST CONVENTION Cooperative Program within the past twelve months and have not adopted a statement of faith in conflict with the Statement of Faith of the Society.
15. The Convention shall be the final judge of its messengers' qualifications and whether a church is a Cooperating Baptist Church. Cooperating is voluntary and any church may withdraw at its discretion.
16. Should a church cease to cooperate with the Convention or become corrupt in doctrine or practice, as determined by the Convention, it shall no longer be a Cooperating Baptist Church and its messengers shall be refused seating. Such church will be considered no longer in fellowship with the Convention until it reapplies and is accepted again by the Convention as a Cooperating Baptist Church.
17. The Convention shall respect the autonomy of each Baptist body and shall not exercise ecclesiastical authority or control over any Cooperating Baptist Church.
18. Except as otherwise provided in the Constitution and Bylaws, Robert's Rules of Order Newly Revised, shall be the parliamentary guide in conducting the business of the Convention.
19. Visitors to the Convention may be granted the privilege of speaking, but not voting. Only duly elected messengers from Cooperating Baptist Churches may vote at a Convention.

20. Messengers must register with the Credentials Committee and provide certification from their Churches that they are duly elected messengers from Cooperating Baptist Churches before voting in the Convention Business Sessions.
21. In addition to messengers from Cooperating Baptist Churches, an invitation shall be extended to Churches from outside Canada, which are sponsoring missions in Canada to elect two messengers from each of their missions in Canada. Upon registering and being accepted by the Credentials Committee such messengers shall have full voting rights in the Convention business sessions.
22. Voting by proxy shall not be permitted.
23. The Convention shall express its official position only by vote of the messengers and the Constitution and Bylaws of the Society. The receiving, acceptance or adoption of a report shall not, in the absence of specific implementing motions, be construed as authorizing action by the Convention's or the Society's Committee's, employees, boards, agencies or institutions.
24. Special meetings of the Convention may be called or a change of time and place for the annual meeting of the Convention may be made by the President or National Ministry Leader, with the consent of the National Leadership Board provided at least 30 days' written notice is given to all messengers attending the last Convention and to Cooperating Baptist Churches listed in the most recent annual. A printed agenda shall accompany such notice.

PART IV CONVENTION MANAGEMENT

25. The officers of the Convention shall be the President, First Vice-President and Second Vice-President and National Ministry Leader.
26. The President, First Vice-President, and Second Vice-President shall be elected on the second day of the Annual Convention after nominations from the floor for a term of office of one year and shall be full voting members of the National Leadership Board of the Convention.
27. No person is eligible for election to the office of President for more than three consecutive one-year terms. After a person has been elected to serve six full one-year terms as President, he shall not be able to be elected as President again.

28. The messengers shall also elect a minimum of twelve persons who shall as nearly as possible be persons equally distributed from the Cooperating Baptist Churches with not more than three persons elected belonging to Cooperating Baptist Churches in the same association as full voting members of the National Leadership Board of the Convention.
29. A person shall have been a member of the Cooperating Baptist Church for at least one year prior to election to be eligible to be elected as a member of the National Leadership Board of the Convention.
30. No person (or their spouse) employed by the National Leadership Board, agencies or institutions of the Convention or Society shall be eligible for election to the National Leadership Board of the Convention.
31. The National Leadership Board shall consist of both ministers and lay persons of not more than two-thirds of the members of the National Leadership Board shall be drawn from either category.
32. The National Leadership Board shall meet at least twice annually.
33. Elected members of the National Leadership Board of the Convention may be nominated and elected to four consecutive one-year terms. No person having served on the National Leadership Board for four consecutive one-year terms shall be eligible for re-election to the National Leadership Board until one year has passed. One-fourth of the National Leadership Board positions shall be rotated annually.
34. In elections where there are more candidates than there are vacant positions an election shall be by secret ballot with the name of each duly nominated candidate appearing individually on the ballot. Candidates shall be deemed to be elected when they receive a majority of votes cast.
35. Each messenger shall not vote for more officers or members of the National Leadership Board than there are vacant positions. If more names are selected on any one ballot than there are such vacant positions, that ballot shall be deemed to be void.
36. Each member of the National Leadership Board shall retire from office at the close of the Convention in the year in which his or her term expires.
37. The President or in his absence or at his request, the First Vice-President, or in his absence or at his request, the Second Vice-President, shall preside as the chairman of the meetings of the Convention.

PART V MEETING OF MEMBERS

38. The general meetings of the Society shall be held at such time and place in accordance with Society Act, as the board shall decide.

39. Every general meeting of the Society other than an annual general meeting is an extraordinary general meeting.
40. The board may, whenever it thinks fit, convene an extraordinary general meeting of the Society.
41. The Society shall give not less than 14 days written notice of a general meeting of the Society to its members entitled to receive notice of a general meeting; but those members may waive or reduce the period of notice for a particular meeting by unanimous consent in writing.
42. Notice of a general meeting of the Society shall specify the place, the day and the hour of the meeting.
43. The accidental omission to give notice of a meeting of the Society to, or the non-receipt of notice by, any of the members entitled to receive notice does not invalidate proceeding at that meeting.
44. The first annual general meeting of the Society shall be held not more than fifteen months after the date of incorporation and thereafter an annual general meeting of the Society shall be held at least once in every calendar year and not more than fifteen months after the holding of the last preceding annual general meeting.

PART VI PROCEEDINGS AT GENERAL MEETINGS

45. All proceedings at a general meeting of the Society shall be governed by Robert's Rules of Order Newly Revised, except that, should there be any conflict between any section of these bylaws and Robert's Rules of Order Newly Revised these bylaws shall prevail. All business at an extraordinary general meeting shall be "special business" and all business that is transacted at an annual general meeting shall be "special business" except:
- a) consideration of the financial statement;
 - b) the report of the directors if any;
 - c) the report of the auditor if any;
 - d) the election of directors;
 - e) the appointment of the auditor if required;
 - f) such other business that, under these bylaws or any governing statutes, ought to be transacted at an annual general meeting, or business as brought under consideration by the report of the directors issued with the notice of the meeting.
46. No business, other than the election of a chairman and the adjournment or termination of the meeting, shall be conducted at a general meeting of the Society at a time when the quorum is not present.
47. If any time during a general meeting of the Society 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.
48. A quorum is the greater of one-half of the members then in good standing or three members.
49. If within thirty minutes from the time appointed for a general meeting of the Society a quorum is not present, the meeting, if convened on the requisition of members, shall be terminated; but in any other case, it shall stand adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting, a quorum is not present within thirty minutes from the time appointed for the meeting, the members present constitute a quorum.

50. The President of the Society or, in his absence the First Vice-President, or in his absence, the Second Vice-President, or in the absence of any of the foregoing, one of the other Directors present shall preside as chairman of a general meeting of the Society; but if at any general meeting the President, or the First Vice-President, or the Second Vice-President is not present within fifteen minutes after the time appointed for the general meeting, or requests that he not chair that general meeting and there is no other director present willing to act as chairman, the members present may choose one of their number to be chairman of that general meeting.
51. A general meeting of the Society may be adjourned from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
52. It is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting except where a meeting is adjourned for ten days or more, in which case notice of the adjourned meeting shall be given as in the case of the original meeting.
53. All resolutions proposed at a general meeting of the Society must be seconded and the chairman of such a meeting may not move or propose a resolution.
54. Any issue at a general meeting of the Society which is not required by these bylaws or the Society Act to be decided by a special resolution shall be decided by an ordinary resolution unless the bylaws dictate otherwise.
55. A resolution consented to in writing by every member of the Society who would have been entitled to vote on it in person shall be deemed to be a special resolution passed at a general meeting of the Society.
56. A member in good standing present at a meeting of members is entitled to one vote.
57. The chairman may vote, but if he does so and the result is a tie, he shall not be permitted to vote again to break the tie and the resolution being voted on shall be deemed to have failed.
58. Voting shall be by a show of hands or a voice vote and the secretary of such meeting shall record the vote, provided always that the majority of the persons present and eligible to vote may determine that a secret vote by a written ballot is required.
59. Voting by proxy is not permitted.

PART VII DIRECTORS

60. The board may exercise all such powers and do all such acts and things as the Society may exercise and do, and which are not by these bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the members in general meeting, but subject, nevertheless to the provisions of:
 - a) all laws affecting the Society;
 - b) these bylaws; and
 - c) rules, not being inconsistent with these Bylaws which are made from time to time by the Convention.
61. No rule made by the Convention invalidates a prior act of the board that would have been valid if that rule had not been made.
62. The property and the affairs of the Society shall be managed by the board.
63. The number of directors shall be fifteen or such other number, not being less than three, as may be determined from time to time by an ordinary resolution.
64. Directors shall be those persons elected by the messengers at the Convention to the National Leadership Board of the Convention and shall hold office commencing at the close of the Convention at which such person was elected to the National Leadership Board of the Convention.
65. Directors may serve for four consecutive one-year terms. Notwithstanding Bylaw 68 no person served on the board for four consecutive one-year terms shall be eligible for re-election to the board until one year has passed. At least one-fourth of the board shall be rotated annually.
66. Notwithstanding the foregoing bylaws the persons whose names are listed in the List of First Directors filed with the Registrar at the time of incorporation shall be the first directors and the first year of their term shall be deemed to terminate at the close of the first annual general meeting of the Society.
67. A person must be a member of a Cooperating Baptist Church in order to be eligible to be a director of the Society.
68. Every director shall retire from office at the close of the Convention in the year in which his or her term expires; but if no successor is elected or appointed the person previously elected or appointed as director continues to hold office.
69. No act or proceeding of the board is invalid by reason only of there being less than the prescribed number of directors in office.
70. The members may, by special resolution, remove an elected director of the Society before the expiration of such director's term of office.

71. A person shall immediately cease to be a director of the Society:
- a) upon delivering his resignation in writing to the Secretary of the Society or upon delivering it to the address of the Society; or
 - b) upon ceasing to be a member in good standing or of a Cooperating Baptist Church;
 - c) upon his death; or
 - d) upon failing to attend or participate in two consecutive meetings of the board of which he had notice, unless the board passes a resolution evidenced in writing, specifically waiving this condition with respect to a named member.
72. No director shall be remunerated for being or acting as a director, but a director may be reimbursed for all expenses necessarily and reasonably incurred by him while engaged in the affairs of the Society.
73. The board shall have the power to make expenditures for the purpose of furthering the purposes of the Society. The board shall have the power to enter into trust arrangements or contracts on behalf of the Society for the purpose of discharging obligations or conditions either imposed by a person donating, bequeathing, advancing or lending money to the Society, or assumed by the Society in expectation of such donations, bequests, advances or loans. Such arrangements or contracts shall be in accordance with the terms and conditions that the board may prescribe.
74. The board shall take such steps as it deems necessary to enable the Society to be the beneficiary of such donations, bequests, trusts, contracts, advances or loans for the purpose of furthering the purposes of the Society. The board in its sole and absolute discretion may refuse to accept any bequests, trusts, funds or property.
75. In investing the funds of the Society, the board shall not be limited to securities and investments in which trustees are authorized by law to invest, but may make any investments which are prudent. Subject to the provisions of the Society Act the directors as a body shall not be liable for any loss that does not arise from any fault on their behalf, but which may result in connection with any such investments made by them.

PART VIII PROCEEDINGS OF THE BOARD

76. The meetings of the board may be held at any time and place to be determined by the board, provided that 3 days notice of such meeting shall be sent in writing to each director. However, no formal notice shall be necessary if all directors are present at the preceding meeting or waive notice thereof in writing or give a verbal waiver to the Secretary of the Society.

77. The board may from time to time fix the quorum necessary to transact business, and unless so fixed, the quorum shall be a simple majority of the directors in office at the time when the meeting convenes.
78. The President shall be chairman of all meetings of the board; save that if at any meeting the President is not present within fifteen minutes after the time appointed for the meeting to commence, or the President requests that he or she not chair that meeting, the directors present may choose one of their number to be chairman of that meeting.
79. The President and the National Ministry Leader or any three directors may convene a meeting of the board.
80. For the purposes of the first meeting of board held immediately following the appointment or election of a director or directors at an annual or other general meeting of members, or for the purposes of a meeting of the board at which a director is appointed to fill a vacancy in the board of directors, it is not necessary to give notice of the meeting to the newly elected or appointed director or directors for the meeting to be properly constituted.
81. All resolutions proposed at a meeting of the board must be seconded and the chairman of a meeting may not move or propose a resolution.
82. A simple majority of votes cast at a meeting of the board shall be required to pass a resolution of the board.
83. The chairman may vote but if he does so vote and the result is a tie he shall not be permitted to vote again to break the tie. In those circumstances the resolution being voted on shall be deemed to have failed.
84. Voting shall be by a show of hands except as otherwise provided. At the request of any one director, a secret vote by written ballot shall be required.
85. A resolution in writing, signed by all the directors and deposited with the Secretary, is as valid and effective as a resolution of the directors passed at a meeting of the board.

PART IX COMMITTEES

86. The President and the First and Second Vice-Presidents shall serve as a committee on committees and shall nominate to the Convention at its first session necessary committees to serve the following year. One alternate for each committee shall be elected to fill any occurring vacancy.
87. It shall be the responsibility of the Nominating Committee to bring to the Convention nominees to serve on the National Leadership Board of the Convention and any trustees of institutions and agencies.

88. The board may delegate any, but not all, of its powers to committees as it thinks fit.
89. A committee so formed, and in the exercise of the powers so delegated, shall conform to any rules that may from time to time be imposed on it by the board, and shall report every act or thing done in exercise of those powers at the earliest meeting of the board to be held next after it has been done, or at such time or times as the board directs.
90. The members of a committee may meet and adjourn as they think proper and the meetings of committees shall be governed by the rules set out in Part VII of these bylaws which rules govern the meetings of the board.
91. There may be an Executive Committee consisting of directors of which there must be at least three, elected annually by the board at the first meeting of the board held after the annual general meeting of each year.
92. Subject to the control of the board the Executive Committee shall have power to transact all business of the Society in the interim between the meetings of the board. Three members shall constitute a quorum. The Executive Committee shall meet at the call of the chairman of the Committee or of any two members thereof.
93. The board may create such standing and special committees as may from time to time be required. Such a committee shall limit its activities to the purpose or purposes for which it is appointed, and shall have no powers except those specifically conferred by a resolution of the directors. Unless specifically designated as a standing committee, any special committee so created must be created for a specified time period only. Upon completion of the earlier of the specified time period or the task for which it was appointed a special committee, the committee in question shall automatically be dissolved.

PART X DUTIES OF OFFICERS

94. The persons elected to the office of President, First Vice-President and Second Vice-President of the Convention shall concurrently be elected to the office of President, First Vice-President and Second Vice-President of the Society for a term of office of one year.
95. The President shall be an ex officio member of all boards and committees of the Convention and the Society.
96. A person may be removed from the office of President or First Vice-President or Second Vice-President by a resolution passed at a meeting of the board by a majority of not less than 75% of all the directors.

97. The First or Second Vice-President shall succeed to the office of President in the order of their election in the event that the office of President is vacated between annual sessions of the Convention.
98. The board may appoint and remove such other officers of the Society as they deem necessary and determine the responsibilities term and remuneration, if any, of all officers.
 - a) The Secretary shall be responsible for making the necessary arrangements for:
 - b) the issuance of notices of meetings of the Society and directors;
 - c) the keeping of minutes of all meetings of the Society and the board;
 - d) the custody of all records and documents of the Society except those required to be kept by the Treasurer;
 - e) the custody of the common seal of the Society;
 - f) the maintenance of the register of members; and
 - g) the conduct of the correspondence of the Society.
100. The Treasurer shall be responsible for making the necessary arrangements for:
 - a) the keeping of such financial records, including books of account, as are necessary to comply with the Society Act; and
 - b) the rendering of financial statements to the directors, members and others when required.
101. The offices of Secretary and Treasurer may be held by one person who shall be known as the National Ministry Leader.
102. In the absence of the Secretary from any meeting, the directors shall appoint another person to act as secretary at that meeting.

PART XI NATIONAL MINISTRY LEADER

103. The National Ministry Leader shall be elected by the messengers at the Convention for an indefinite tenure of office after nomination by the National Leadership Board. When the position of National Ministry Leader is vacated, a search committee shall be elected by the National Leadership Board from members of Cooperating Baptist Churches.

104. The National Ministry Leader shall plan, coordinate, and promote the activities of the Convention through its boards, departments, committees, agencies and trustees. He shall receive and disburse all funds coming under the direction of the Convention and/or the National Leadership Board of the Convention. He shall give to the annual session of the Convention and at least twice annually to the National Leadership Board complete and accurate reports of all funds received and disbursed. He shall receive and disburse designated funds accepted by the Board as directed by the donor, and shall be bonded in sufficient amount as to insure faithful handling of all funds. He shall submit to the National Leadership Board an annual audit of all funds handled and disbursed.

The National Ministry Leader shall serve ex officio as secretary of the Convention and its National Leadership Board. He shall faithfully keep accurate minutes of all sessions of the Convention and the National Leadership Board. He shall cause these to be published in suitable form in the annual of the Convention, together with the Constitution and Bylaws and such other information as the Convention or its National Leadership Board deems necessary and proper. He shall be an ex officio member without voting privileges of all boards and committees of the Convention.

PART XII SEAL

105. The board may provide a common seal for the Society and it shall have power from time to time to destroy such seal and substitute a new seal in the place of the seal destroyed.
106. The common seal shall be affixed only when authorized by a resolution of the board, and then only in the presence of the persons prescribed in the resolution, or if no persons are prescribed, in the presence of the National Ministry Leader and the President. In the absence of the National Ministry Leader or the President, the First Vice-President and/or the Second Vice-President may substitute for them.

PART XIII BORROWING

107. In order to carry out the purposes of the Society the board may, on behalf of and in the name of the Society, raise or secure the payment or repayment of money in the manner it decides, and in particular, but without limiting the foregoing by the issue of debentures.
108. No debenture shall be issued without the previous passing of a special resolution.
109. The members by special resolution may restrict the borrowing powers of the board, but such a restriction imposed shall expire at the next following annual general meeting.

PART XIV AUDITOR

110. The Society shall have an auditor.
111. The first auditor shall be appointed by the board, which shall also make appointments to fill all vacancies occurring in the office of auditor.
112. At each annual general meeting thereafter the Society shall appoint an auditor to hold office until he is re-elected or his successor is elected, at the next following annual general meeting.
113. An auditor may be removed by an ordinary resolution.
114. An auditor shall be promptly informed in writing of his or her appointment or removal.
115. No director and no employee of the Society, nor the spouse of such person shall be auditor.
116. The auditor may attend general meetings.

PART XV AGENCIES AND INSTITUTIONS

117. The Society shall control all institutions and agencies it deems necessary to fulfill its purposes.
118. The Convention alone shall authorize new institutions and agencies and these only after a study by the National Leadership Board and favorable action by two successive Conventions one of which shall be an annual meeting.
119. The trustees of institutions and agencies shall report to and be accountable to the Convention through the National Leadership Board.
120. The executive officers of institutions and agencies shall be nominated by the trustees of those institutions and agencies and serve at the pleasure of the National Leadership Board.
121. The trustees of institutions and agencies shall present to the National Leadership Board a policies and procedures manual which shall be used in the development and operation of the institution or agency.
122. The financial affairs of the Convention and its agencies and institutions shall be planned on a calendar year basis, January 1 to December 31.
123. Convention Boards, committees and trustees shall present budget recommendations to the National Leadership Board at least ninety (90) days before the annual session of the Convention.

124. All persons who handle funds or securities of the Convention or Society shall be adequately bonded or insured. The securities of all Society agencies and institutions shall be placed in a safety deposit vault in a bank, trust company or credit union for safekeeping.
125. Each agency and institution of the Convention shall submit a semi-annual report to the National Leadership Board, which includes total receipts, total expenditures and financial position. The annual audit of each agency and institution shall be printed in the Convention annual.
126. As normal operating policy each agency and institution of the Convention shall refrain from entering into any business transaction with a trustee or employee, or any business enterprise in which a trustee or employee has an interest. An exception to this policy may be made by the National Leadership Board.
127. Each agency and institution of the Convention is hereby instructed and ordered to keep all trust funds and designated gifts sacred to the trust and designation. Trust funds and designated gifts shall be kept separate from all other funds and are not to be used, even temporarily, for any other purpose than the purpose specified.
128. Total debt or liability in excess of \$20 000.00 or involving more than one year repayment shall not be incurred without approval of the Convention.
129. The chief administrative officer of any agency, institution, or board of the Convention whose funds are falling below anticipated budget income by as much as 20% at the end of any quarter shall immediately notify the Chairman of the National Leadership Board and the officers of the Convention.

PART XVI NOTICES TO MEMBERS

130. Notice of a general meeting shall be given to:
 - a) Every person shown on the register of members on the day notice is given;
 - b) The auditor if appointed or required by the Society Act;No other person is entitled to receive a notice of a general meeting.
131. A notice may be given to a member either personally or by mail to a member at such member's registered address fourteen days prior to the commencement of a meeting.
132. A notice sent by mail shall be deemed to have been given on the second day following that on which the notice is posted, and in proving that notice has been given it is sufficient to prove the notice was properly addressed and put in a Canadian post office receptacle.

PART XVII GENERAL

133. The board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the documents, including accounting records, of the Society or the Convention shall be open to the inspection of members of the Society, not being directors. In the absence of such determination by the board, the documents, including accounting records, of the Society shall not be open to inspection of any member of the Society or the Convention, not being a director.
134. Any meeting of the Society, the members, the board or any committee, institution, or agency may also be held or any member or director or committee, institution or agency person may participate in any meeting of the Society, the members, the board, or any committee, institution, or agency by conference call or similar communication equipment or device so long as all the members, directors, or other persons participating in the meeting can hear and respond to one another. All such members, directors or other persons so participating in any such meeting shall be deemed to be present in person at the stated location of such meeting, and notwithstanding the foregoing by-laws, shall be entitled to vote by a voice vote recorded by the secretary of such meeting.
135. The Society shall have the right to subscribe to, become a member of and cooperate with any other society, foundation, corporation or association whether incorporated or not, whose purposes or objectives are in whole or in part similar to the Society's purposes.
136. The Society may purchase and maintain insurance for the benefit of any or all directors, officers, employees or agents against personal liability incurred by any such person as a director, officer, employee or agent.

PART XVIII BYLAWS

137. This Constitution and these bylaws shall not be altered or added to except by special resolution. Such special resolution cannot be voted on until the proposed alterations and additions have been presented in writing to the Convention, debated by the messengers and approved by a majority vote of the messengers present and voting at the Convention. The proposed alterations and additions as amended by that Convention shall be held over to the next Annual Convention and after further debate the proposed alterations and additions may be changed in form but not in character and if passed by a two-third's vote of the messengers present and voting at the Convention shall be able to be voted on by the members by special resolution.

Updated: 2002 – re officers
Updated: 2008 – name change