



May 2, 2021

For Lambrick Park Church Members

The Lambrick Park Church Board of Elders seeks to open the door for women and men to participate together fully as equal partners in life and leadership at Lambrick. For this purpose, the Board passed the following Extraordinary Resolution to amend the Bylaws, for a vote of the membership at a Special General Meeting to be held via Zoom on Sunday, May 16, 2021 at 4:00 pm PST.

**Extraordinary Resolution:**

**THEREFORE, BE IT RESOLVED THAT:**

The following subsections of the Bylaws Article V, Section A, be amended by

- (2) strike out "men" and insert "person(s)"
- (4) strike out "men" and insert "person(s)"
- (5) strike out "Chairman" and insert "Chair"
- (6) strike out "Chairman" and insert "Chair"
- (10)(7) strike out "his" and insert "their"

**Background Information:** *\*Bylaws attached to this document*

The following table shows how the proposed amendments would be incorporated.

Article V Section A	Current Language	Proposed Amendment <small>Strikethrough = removed</small> <b>Bold = added</b>	Final Version if Proposed Amendment is Adopted
subsection 2	"...men to be affirmed as Elders..."	"... <del>men</del> <b>person(s)</b> to be affirmed as Elders..."	"... person(s) to be affirmed as Elders..."
subsection 4	".. the names of those men who are proposed to become Elders."	".. the names of those <del>men</del> <b>person(s)</b> who are proposed to become Elders."	"...the names of those person(s) who are proposed to become Elders."
subsection 5	"...shall elect its officers: Chairman, Secretary and Treasurer."	"...shall elect its officers: <del>Chairman</del> , Secretary and Treasurer."	"...shall elect its officers: Chair, Secretary and Treasurer."
subsection 6	"The Chairman of the Board shall function as the Chairman at all meetings..."	"The <del>Chairman</del> of the Board shall function as the <del>Chairman</del> at all meetings..."	"The Chair of the Board shall function as the Chair at all meetings..."
subsection 10(7)	"...matters involving his responsibility."	"...matters involving <del>his</del> <b>their</b> responsibility."	"...matters involving their responsibility."

*According to Article IX of Lambrick Park Church Bylaws, to amend the Bylaws an Extraordinary Resolution is proposed at a meeting of the membership, duly held and convened and passed by a majority of not less than 75% of the members present at the meeting.*

  
CAROL PREST

# LAMBRICK PARK CHURCH

## BYLAWS

### DEFINITION:

In these ByLaws "church" means the Society known as Lambrick Park Church.

### ARTICLE I

#### AREA OF OPERATIONS

The operations of the Society are to be carried out chiefly in the Greater Victoria Region of the Province of British Columbia.

### ARTICLE II

#### TERMS OF ADMISSION OF MEMBERS AND THEIR RIGHTS AND OBLIGATIONS

- A. Any person approved by the Elders shall be eligible for membership in the Church.
- B. Each member shall subscribe wholeheartedly to the Lambrick Park Church Statement of Faith as contained in the Policy and Procedures Manual.
- C. Members of other churches when making application should present a letter of commendation.
- D. It is expected that every member shall faithfully fulfill his or her Christian duties, attend as far as possible all services of the Church, and contribute regularly to the support of the Church according to his or her ability.

### ARTICLE III

#### CONDITIONS UNDER WHICH MEMBERSHIP CEASES AND MANNER IN WHICH A MEMBER MAY BE EXPELLED

- A. Membership in the Church may be withdrawn at the discretion of the Elders under the following conditions:
  - 1. Constant absence from the regular meetings of the Church without adequate cause.
  - 2. Gross misdemeanor such as would cause a public scandal.
  - 3. Lack of belief in the Statement of Faith.
  - 4. Promotion of conviction or practices contrary to those of the church.

- B. No person shall be removed from membership until such time as he or she has been personally contacted and given opportunity to explain and defend his or her conduct and all possible effort has been made to restore him or her to full fellowship in the Church.
- C. Voluntary withdrawal from the Church shall be by letter of resignation to the Elders, and anyone in good standing so withdrawing shall be given a Letter of Commendation to another Church fellowship.
- D. All members are in good standing unless the Board, by resolution, has found a member to be not in good standing by reason of a breach of these bylaws.

## **ARTICLE IV**

### **ANNUAL GENERAL MEETINGS AND MODE OF AND NOTICE REQUIRED FOR CALLING GENERAL AND SPECIAL MEETINGS OF THE SOCIETY AND NUMBER CONSTITUTING A QUORUM AT ANY SUCH MEETINGS AND RIGHTS OF VOTING**

- A. The Annual General Meeting shall be held on a day to be determined by the Board of Elders and in accordance with the B.C. Society Act.. All ministry councils and activities shall submit financial statements and report in detail their activities to the Annual General Meeting. Special meetings may be called as deemed necessary by the Board.
- B. Notice of Annual General Meetings shall be given by way of announcement at regular Church services on three (3) Sundays prior to the day of such meeting.
- C. Notice for special meetings shall be two (2) Sundays. A quorum for the transaction of business at all such meetings shall be one- quarter of the membership in good standing.
- D. Regular membership with full voting rights is open to those who have attained the age of eighteen (18) years. No proxy voting is allowed.
- E. Robert's Rules of Order, latest edition, shall apply in all business meetings.

## **ARTICLE V**

### **APPOINTMENT AND REMOVAL OF DIRECTORS AND OTHER OFFICERS AND THEIR DUTIES, POWERS, AND REMUNERATION**

- A. The Church shall be governed by a Board of Elders.
  - 1. Each year the Board will choose a Nominating Committee. The Nominating Committee reports to the Board.
  - 2. Each year the Nominating Committee shall recommend to the Board, men to be affirmed as Elders by the membership at the Annual General

Meeting. A candidate for the position of Elder must be a member of the Church.

3. If a vacancy occurs among the Board of Elders or if an additional member is required subject to the terms of these bylaws, the Board may direct the Nominating Committee to recommend a replacement. Upon Board approval, that person shall commence service immediately, subject to affirmation by ballot of the membership at the next special meeting or Annual General Meeting, whichever occurs first.
4. At the Annual General Meeting of the Church, the Board will present to the membership a report recommending for affirmation by ballot the names of those **men** who are proposed to become Elders.
5. The Board, at its first meeting after the Annual General Meeting, shall elect its officers: **Chairman**, Secretary, and Treasurer.
6. The **Chairman** of the Board shall function as the **Chairman** at all meetings of the membership.
7. The Secretary of the Board shall keep an accurate account of all meetings of the Board and of all meetings of membership.
8. The Secretary shall keep a register of the membership and shall conduct all necessary correspondence.
9. The Secretary shall hold all official papers of the Society in depository as designated by the Board.
10. The Treasurer shall be responsible for overseeing the following:
  - 1) Receiving all monies paid to the Church.
  - 2) Disbursing the Church's funds in accordance with established procedures and as authorized by the Society.
  - 3) Depositing of all Church funds in a Bank or Financial Institution designated by the Board.
  - 4) Keeping a full account of all money received, disbursed, and on hand.
  - 5) Preparation of regular financial statements for the Board.
  - 6) Preparation of annual financial statement for the past year for presentation to the Annual General Meeting of the Church.
  - 7) Giving direction to other persons in matters involving **his** responsibility.
11. Any Elder may be removed by majority vote of the membership, but a recommendation for removal of such an officer must first be made by the Board of Elders.
12. Elders shall not normally be remunerated for their services, but may be reimbursed at the discretion of the Board for out-of-pocket expenses incurred in the work of the Church. However, the Church may on approval of its members at a General Meeting, appoint part or full-time pastoral staff with duties and financial remuneration as arranged by the Board.

## **ARTICLE VI**

### **EXERCISE OF BORROWING POWERS**

The Church Board may unanimously vote to borrow an aggregate amount not to exceed \$100,000 except when a larger amount is approved by a membership meeting called for such purposes. A Debenture may not be issued without the sanction of a Special Resolution.

## **ARTICLE VII**

### **REVIEWING OF ACCOUNTS**

The members shall at the Annual General Meeting of the Society authorize a review to be done of the financial records of the Society.

## **ARTICLE VIII**

### **CUSTODY AND USE OF THE SEAL OF THE SOCIETY**

The secretary shall have the custody of the Seal, if any, of the Society which shall not be affixed to any papers except as authorized by the Board of Elders.

## **ARTICLE IX**

### **ALTERATION OF BYLAWS BY SPECIAL RESOLUTION STATING REQUISITE MAJORITY**

These Bylaws may be amended by a Special Resolution passed by a SEVENTY-FIVE PERCENT (75%) majority of members that are present at a General Meeting of which notice specifying the intention to propose this resolution as an Extraordinary Resolution has been duly given.

## **ARTICLE X**

### **PREPARATION AND CUSTODY OF MINUTES AND PROCEEDINGS OF MEETINGS OF THE SOCIETY AND OF THE DIRECTORS AND OTHER BOOKS AND RECORDS OF THE SOCIETY**

The Secretary of the Board shall keep an accurate account of all meetings of the Board and of all meetings of membership.

The Secretary shall hold all official papers of the Society in depository designated by the Board.

## **ARTICLE XI**

### **TIME AND PLACE (IF ANY) AT WHICH BOOKS AND RECORDS OF THE SOCIETY MAY BE INSPECTED BY THE MEMBERS**

Any member of the Society may make inspection of the records of the Society at any reasonable time providing:

- A. He or she is a member in good standing and eligible to vote and,
- B. The purpose is stated to the Board in writing.

## **ARTICLE XII**

### **ALLOCATION OF FUNDS FOLLOWING WINDING UP OF SOCIETY**

Upon a winding up of the Society all of the funds remaining after payment of all costs, charges and expenses properly incurred in the winding up shall be distributed to such Christian charities (as designated under the *Income Tax Act*, or such “qualified donees” allowed under the *Income Tax Act*) as shall be designated by the Society’s Board of Elders. No monies or assets shall be distributed to an Elder or member of the Society. This provision was previously unalterable.