

Evangelical Free Church of Canada

2020 Constitution

Approved by EFCC Conference 2020



Unity.
Charity.
Jesus Christ.

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EVANGELICAL FREE CHURCH OF CANADA CONSTITUTION

ARTICLE I – NAME

1. The name of the Corporation shall be THE EVANGELICAL FREE CHURCH OF CANADA - EGLISE EVANGELIQUE LIBRE DU CANADA (Herein after referred to as EFCC).

ARTICLE II – OBJECTIVES

- 2.1 The EFCC shall be an association and fellowship of autonomous and interdependent congregations of like faith and polity whose purpose shall be to glorify God.
- 2.2 The EFCC shall pursue the following objectives in accord with the above purpose:
- 2.2.1 To call believers to the worship of God, to loving relationships with each other, to edification and disciple making, and to evangelism by word and deeds of compassion.
 - 2.2.2 To establish, incorporate, and strengthen churches in Canada and internationally.
 - 2.2.3 To facilitate fellowship, harmony and co-operation for mutual ministries among congregations, and within this scope provide vision and co-ordination for ministry.
 - 2.2.4 To call believers to an understanding of and commitment to EFCC distinctives as articulated in its articles of faith and in its biblical heritage of personal holiness, congregational polity, and inclusivity.
 - 2.2.5 To call believers to live as responsible godly citizens who are effective in addressing the needs, both social and moral, within society according to the example of Jesus Christ and the Scriptures.
 - 2.2.6 To facilitate cooperation with other fellowships or associations outside the EFCC for the purpose of enhancing Christian ministry in Canada or internationally.
 - 2.2.7 To provide means to educate and train vocational Christian workers and laypersons.
 - 2.2.8 To provide, maintain, or revoke credentials of pastors, missionaries, and other Christian workers, to provide assistance in their placement in the EFCC, and to provide accountability for them for personal life and ministry.
 - 2.2.9 To facilitate the arrangement of churches into districts, or organizational entities as may be required for the realization of the objectives stated herein.
 - 2.2.10 To purchase or receive by gift, lease, or grant, title to such land or property as may be deemed necessary for the realization of the objectives stated herein and to exercise proper stewardship in the maintenance of such properties.
 - 2.2.11 To undertake any other necessary activities related to the accomplishment of the purpose stated in 2.1 above.

ARTICLE III – STATEMENT OF FAITH

The Evangelical Free Church of Canada is an association of autonomous churches united in a common commitment to God's evangel--the gospel of Jesus Christ, who died and rose again to give us eternal life. To God's glory, the gospel is the power of God for the salvation of everyone who believes. Our essential theological convictions are vitally connected to this gospel.

*God's gospel originates in and expresses the wondrous perfections of
the eternal, triune God.*

3.1 We believe in one God, Creator of all things, holy, infinitely perfect, and eternally existing in a loving unity of three equally divine Persons: the Father, the Son and the Holy Spirit. Having limitless knowledge and sovereign power, God has graciously purposed from eternity to redeem a people for Himself and to make all things new for His own glory.

God's gospel is authoritatively revealed in the Scriptures.

3.2 We believe that God has spoken in the Scriptures, both Old and New Testaments, through the words of human authors. As the verbally inspired Word of God, the Bible is without error in the original writings, the complete revelation of His will for salvation, and the ultimate authority by which every realm of human knowledge and endeavour should be judged. Therefore, it is to be believed in all that it teaches, obeyed in all that it requires, and trusted in all that it promises.

God's gospel alone addresses our deepest need.

3.3 We believe that God created Adam and Eve in His image, but they sinned when tempted by Satan. In union with Adam, human beings are sinners by nature and by choice, alienated from God, and under His wrath. Only through God's saving work in Jesus Christ can we be rescued, reconciled and renewed.

God's gospel is made known supremely in the Person of Jesus Christ.

3.4 We believe that Jesus Christ is God incarnate, fully God and fully man, one Person in two natures. Jesus—Israel's promised Messiah—was conceived through the Holy Spirit and born of the virgin Mary. He lived a sinless life, was crucified under Pontius Pilate, arose bodily from the dead, ascended into heaven and sits at the right hand of God the Father as our High Priest and Advocate.

God's gospel is accomplished through the work of Christ.

3.5 We believe that Jesus Christ, as our representative and substitute, shed His blood on the cross as the perfect, all-sufficient sacrifice for our sins. His atoning death and victorious resurrection constitute the only ground for salvation.

God's gospel is applied by the power of the Holy Spirit.

3.6 We believe that the Holy Spirit, in all that He does, glorifies the Lord Jesus Christ. He convicts the world of its guilt. He regenerates sinners, and in Him they are baptized into union with Christ and adopted as heirs in the family of God. He also indwells, illuminates, guides, equips and empowers believers for Christ-like living and service.

God's gospel is now embodied in the new community called the church.

3.7 We believe that the true church comprises all who have been justified by God's grace through faith alone in Christ alone. They are united by the Holy Spirit in the body of Christ, of which He is the Head. The true church is manifest in local churches, whose membership should be composed only of believers. The Lord Jesus mandated two ordinances, baptism and the Lord's Supper, which visibly and tangibly express the gospel. Though they are not the means of salvation, when celebrated by the church in genuine faith, these ordinances confirm and nourish the believer.

God's gospel compels us to Christ-like living and witness to the world.

3.8 We believe that God's justifying grace must not be separated from His sanctifying power and purpose. God commands us to love Him supremely and others sacrificially, and to live out our faith with care for one another, compassion toward the poor and justice for the oppressed. With God's Word, the Spirit's power, and fervent prayer in Christ's name, we are to combat the spiritual forces of evil. In obedience to Christ's commission, we are to make disciples among all people, always bearing witness to the gospel in word and deed.

God's gospel will be brought to fulfillment by the Lord Himself at the end of this age.

3.9 We believe in the personal, bodily and glorious return of our Lord Jesus Christ with His holy angels when He will bring His kingdom to fulfillment and exercise His role as Judge of all. This coming of Christ, at a time known only to God, demands constant expectancy and, as our blessed hope, motivates the believer to godly living, sacrificial service and energetic mission.

God's gospel requires a response that has eternal consequences.

3.10 We believe that God commands everyone everywhere to believe the gospel by turning to Him in repentance and receiving the Lord Jesus Christ. We believe that God will raise the dead bodily and judge the world, assigning the unbeliever to condemnation and eternal conscious punishment and the believer to eternal blessedness and joy with the Lord in the new heaven and the new earth, to the praise of His glorious grace. Amen.

ARTICLE IV – HOME OFFICE

4. The Home Office of the EFCC shall be in the municipality of Langley, in the Province of British Columbia at such place therein as the Directors of the EFCC may from time to time by resolution determine.

ARTICLE V – SEAL

5. The seal shall be in the custody of the Secretary of the EFCC or at the Home Office.

ARTICLE VI – MEMBERSHIP

6.1 Membership - Membership in the EFCC shall consist of those churches in Canada who are affiliated with the Evangelical Free Church of Canada through one of its recognized Districts or organizational entities.

6.2 Admission of Members - Churches become members of the EFCC when they adopt the Statement of Faith of the Evangelical Free Church of Canada, and when they are approved by a recognized District or organizational entity established by the EFCC.

6.3 Discipline of Members - Discipline of members shall be the responsibility of the respective District or organizational entity.

6.4 Termination of Membership - A member church can terminate its membership in the EFCC by local church decision and by written notification to the District or organizational entity to which the church is a member.

ARTICLE VII - MEETING OF MEMBERS

7.1 EFCC Conference - The Conference shall be the governing body of the EFCC. The conference shall meet annually. The place and date of Conference shall be determined by a previous Conference or by the Directors as authorized by such Conference. Annual Conferences can be held in person, virtually, or as a combination of the two.

7.2 Notification - Member churches shall be sent written notice of the place, date, time and agenda of the Conference at least sixty (60) days before it convenes. In the event member churches may have inadvertently failed to receive such notice, resolutions passed and business conducted at the Conference shall not be invalidated. Notice of any meeting where special business will be transacted shall contain sufficient information to permit the member church to form a reasoned judgement on the decision to be taken.

7.3 Representation

- 7.3.1** All voting delegates at Conference must be members in good standing of an EFCC Church. All voting delegates shall present proper credentials to the Committee on Credentials at the Conference. In the event of a dispute as to the decision of said Committee, the matter shall be resolved by the Conference. Each delegate entitled to vote at the Conference shall have the right to exercise such vote until the next Conference unless that right is rescinded by the delegate's church. In such event, the church shall be entitled to appoint a new delegate.
- 7.3.2** Each member church is entitled to representation and vote at the Conference by four (4) delegates for the first fifty (50) or fraction thereof of its members and one (1) delegate for each additional fifty (50) or fraction thereof of its members to a maximum total of eight (8) and a maximum of three (3) credentialed ministry personnel who are currently in good standing with the Ministerial Standing Committee of the EFCC.
- 7.3.3** In addition, the Directors, the Executive Director, the Superintendent (or Representative) of each District or organizational entity, the Director of the Evangelical Free Church of Canada National Mission, the Director of the Evangelical Free Church of Canada International Mission (herein after referred to as EFCCM), and all EFCC Career Missionaries who meet the qualifications of 7.3.1 shall be entitled to vote at the Conference.
- 7.3.4** Ministry personnel not in good standing with the MSC of the EFCC will not be eligible or permitted to serve on any councils or committees of the EFCC.

7.4 Quorum - Representation from one-fourth (1/4) of the member churches shall constitute a quorum.

7.5 The Board of Directors shall call a special general meeting of members on written requisition of members carrying not less than 5% of the voting rights.

ARTICLE VIII – DIRECTORS

8.1 The affairs of the EFCC shall be managed by the Board of Directors.

8.2 Composition & Election - The Board of Directors shall consist of elected individuals, including:

- 8.2.1** A Chairperson, Vice-Chairperson, Finance Chairperson, Chairperson of the Ministerial Standing Committee (herein after referred to as MSC), a serving District Superintendent, Chairperson of the National Mission Committee (herein after referred to as NMC), and Chairperson of the International Mission Committee (herein after referred to as IMC);
- 8.2.2** No less than three (3) additional members elected by the Conference for a two (2) year term.
- 8.2.3** All board members shall be elected by the Conference for a two (2) year term. They may be re-elected twice (for a maximum total of six (6) consecutive years).
- 8.2.4** All board members elected or appointed shall be members in good standing of an EFCC Church.

8.3 Organization

- 8.3.1** The Board of Directors shall elect a secretary from among its members.
- 8.3.2** The Board of Directors may organize committees as it deems helpful in carrying out its responsibilities. Such committees shall be appointed by the Chairperson and ratified by the Board. Persons with specialized expertise or background from outside the Board should be included in such appointments.

8.4 Responsibilities and Accountability of the Board of Directors:

- 8.4.1** Shall uphold the ministry of the EFCC through individual and corporate prayer and support.
- 8.4.2** Shall oversee the work of the EFCC on behalf of the Conference, setting vision and policies to govern the EFCC and the Executive Director in his management of the EFCC.
- 8.4.3** Shall monitor and regularly evaluate the mission, strategies, and goals of the EFCC.
- 8.4.4** Shall exercise responsibility for the fiscal policies and practices of the EFCC.
- 8.4.5** Shall approve a proposed agenda and budget for recommendation to Conference.
- 8.4.6** Shall by at least a two-thirds (2/3) vote, borrow money as necessary for the purposes of the EFCC.
- 8.4.7** Shall review annually the performance and compensation of the EFCC Executive Director with input from appropriate teams and committees.
- 8.4.8** Shall be accountable to the Conference. Committees shall be accountable to the EFCC Board of Directors.
- 8.4.9** Shall assume office at the adjournment of Conference at which they are elected.
- 8.4.10** Shall receive all reports to Conference of the EFCC, and examine and approve any requests for appropriation before they are presented to the said Conference.
- 8.4.11** Shall monitor and evaluate the Executive Director's management of the Home Office of the EFCC.
- 8.4.12** May appoint replacements to the Board of Directors in the event that a vacancy is created between conferences provided that the total number of appointments does not exceed one-third (1/3) the total number of directors.
- 8.4.13** Shall meet and make decisions that best serve the interests of the EFCC in the event that urgent matters, financial or otherwise, arise within the EFCC between Conferences.
- 8.4.14** Shall approve all suitable candidates that are presented to fill Board of Director and Committee vacancies, making every reasonable effort to reflect the full geographic, cultural and gender diversity of the EFCC.
- 8.4.15** The directors and officers shall indicate their agreement with the EFCC Statement of Faith, in writing, as a condition of election and appointment to office and annually thereafter.
- 8.4.16** The Board of Directors Chair and Secretary shall sign the version of Board Meeting Minutes that is approved by the Board of Directors. This copy shall be kept as a permanent record of the charity.

8.5 Removal of Directors - The members of the EFCC may, by resolution passed by at least two-thirds (2/3) of the votes cast at a meeting of which notice specifying the intention to pass such resolution has been given, remove any director before the expiration of his/her term of office and may, by a majority of votes cast at such meeting, elect any person in his/her stead for the remainder of his/her term.

8.6 Remuneration of Directors - The Directors of the EFCC shall serve without remuneration except as otherwise provided by the members at EFCC Conference. No Director shall directly or indirectly receive any profit from his/her position as such, provided that a Director may be paid reasonable expenses incurred by him/her in the performance of his/her duties.

ARTICLE IX - MEETING OF DIRECTORS

9.1 Place of Meeting and Notice - Meetings of the Board of Directors may be held at any place within Canada. A meeting of Directors may be convened by the Chairperson or Vice-Chairperson, or by the Secretary at the request of the Chairperson or the Vice-Chairperson. The Directors may by resolution determine to hold regular meetings of the Directors and set dates and times for them.

9.2 Written notice of any meeting of the Directors shall be given to each director not less than two (2) weeks before the meeting is to take place. Meetings of the Board of Directors may be held at any time without formal notice if all the Directors are present, or those absent have waived notice or have signified their consent in writing to the meeting being held in their absence.

9.3 Voting - Questions arising at any meeting shall be decided by a majority of votes, unless otherwise specified by statute or bylaws. Exceptions to this shall be questions dealing with the borrowing of money (see 8.4.6) and the removal of directors (see 8.5) and elected salaried executive positions.

9.4 Quorum

9.4.1 A majority of the directors present at any meeting of the Board of Directors shall constitute a quorum.

ARTICLE X – OFFICERS

10.1 Officers of the EFCC - The Officers of the EFCC shall consist of those elected members of the Board of Directors as set forth in Article X and shall be subject to the terms and conditions of office as set forth for Directors in Article VIII.

10.2 Delegation of Duties of Officers - In case of the absence or inability to act of the Chairperson, Vice-Chairperson, or any other officer of EFCC, the Directors may delegate all or any of the powers of such officer to any other officer for the time being.

10.3 Chairperson - The Chairperson shall, when present, chair all meetings of the directors and members, shall sign such contracts, documents or instruments in writing as require the Chairperson's signature and shall have such other powers and duties as may from time to time be assigned, or as are incidental to the office. The Chairperson shall, in the absence or disability of the Executive Director, perform the duties and exercise the powers of the Executive Director that are necessary during such absence or disability.

10.4 Vice-Chairperson - The Vice-Chairperson shall be vested with all the powers and shall perform all the duties of the Chairperson in the absence or inability or refusal to act of the Chairperson. The Vice-Chairperson shall sign such contracts, documents or other instruments in writing as require the Chairperson's signature and shall have such other powers and duties as may from time to time be assigned. The Vice-Chairperson shall be Chairperson of the Nominations and Search Committees.

10.5 Secretary - The Secretary shall supervise the recording, custody, publication and distribution of the Minutes of Conference and Board of Directors' Meetings. The Secretary shall keep a record of all officers and committee members and of the expiration of their several terms of office, or membership. The Secretary shall sign such contracts, documents or instruments in writing as require such signature.

10.6 Finance Chairperson - The Finance Chairperson shall supervise and be responsible for all the financial and accounting affairs of EFCC and being Chair of the Finance and Audit Committee shall carry out all responsibilities as described in 11.3. The Finance Chairperson shall sign such contracts, documents or instruments in writing as require such signature in Article XIV and attend to duties pertaining to the audit of accounts in Article XVIII.

ARTICLE XI – COMMITTEES

11.1 Constitution of Committees - The members of the EFCC at any general meeting, or the Board of Directors, may from time to time constitute such committees as deemed necessary and shall elect or appoint the members of such committees and prescribe their duties. The Executive Director shall be an ex-officio member of each such committee. The committees may meet for the transaction of business, adjourn, and otherwise regulate their meetings as they deem necessary, and shall conform to any and all policies prescribed to them. Questions arising at any meeting of a committee shall be decided by a majority of votes and in case of an equality of votes the Chairperson of the Committee shall have a second or casting vote.

11.1.1 Removal of Committee Members – The members of the Corporation may, by resolution passed by at least two-thirds (2/3) of the votes cast at a general meeting of which notice specifying the intention to pass such resolution has been given, remove any committee member before the expiration of his/her term of office and may, by a majority of votes cast at such meeting, elect any person in his/her stead for the remainder of his/her term.

11.1.2 Remuneration of Committee Members – Committee members of the Corporation shall serve without remuneration except as otherwise provided by the members at Conference. No committee member shall directly or indirectly receive any profit from his/her position as such; provided that a member may be paid reasonable expenses incurred by him/her in the performance of his/her duties.

11.2 Conference Credentialing Committee: There shall be a Conference Committee on Credentials, the membership of which shall be decided by the Board of Directors acting for Conference in preparation for Conference.

11.3 Finance and Audit Committee

11.3.1 The Committee shall consist of at least five (5) members including:

11.3.1.1 The Finance Chairperson elected by Conference, who will serve as Chair of the Committee and shall be responsible for the oversight of its state of affairs.

11.3.1.2 At least two (2) other Board members shall be appointed by the Board of Directors. The Officers set forth in Article X must not constitute more than half of the total number of Board members in the Committee.

11.3.1.3 Any additional members which the Board of Directors may appoint as deem necessary.

11.3.2 The Committee shall monitor the financial account and reporting processes and the integrity of the EFCC's financial statements and its internal control, adopt new policies, review proposed budgets, attend to audited matters, ensure compliance of regulatory requirements and filing of all required government reports.

11.4 Nominations Committee

11.4.1 The Committee shall consist of five (5) members. Conference shall elect four (4) members for a two (2) year term. These members may be re-elected twice (for a maximum of six (6) consecutive years). The Vice-Chairperson of the Board of Directors shall be the fifth member and will serve as Chairperson of the Committee.

11.4.2 At least six (6) months before Conference this Committee shall contact and encourage member churches to submit to the Committee the names of suitable candidates for Board and Committee vacancies as set forth in these bylaws.

11.4.3 This Committee shall obtain a recommendation for each nominee from the local Evangelical Free Church of which that nominee is a member.

11.4.4 This Committee shall endeavour to present the most qualified candidate(s) for each elected office, and must make every reasonable effort to reflect the full geographic, cultural, and gender diversity of the EFCC.

11.4.5 This Committee shall present a slate of nominees along with a brief biography of each nominee to member churches at least sixty (60) days before Conference.

11.4.6 No provision will be made for nominations from the floor at Conference.

11.5 Ministerial Standing Committee

- 11.5.1** The Ministerial Standing Committee shall consist of a minimum of five (5) members, which shall include; the Executive Director of the EFCC(*ex-officio*), one (1) District Superintendent, appointed by the District Superintendent's Council, and three (3) mature and experienced individuals, consisting of two (2) ministers and one (1) layperson elected by Conference for two (2) year terms. Elected members may be re-elected twice (for a maximum of six (6) consecutive years). The Committee shall choose a Chairperson and Vice-Chairperson.
- 11.5.2** The Committee shall be responsible to grant licenses and approval for ordination to candidates who desire credentialing in the name of the Evangelical Free Church of Canada and who qualify in accordance with the current Credentialing Procedures for the EFCC.
- 11.5.3** The Committee shall be responsible to examine (under guidelines established by Conference) licensed and ordained ministers whose belief or conduct is brought into question by official action of a Church Board and District Board, and to request Conference to revoke and/or restore such credentialing, as consistent with the policies, procedures, and credentialing standards of the EFCC.

11.6 Search Committee

- 11.6.1** Each time a salaried executive position is to be filled, a Search Committee shall be formed for that position.
- 11.6.1.1** For the elected position of Executive Director of EFCC, the Search Committee shall be comprised of six (6) members, including the Vice-Chairperson of the Board of Directors (who shall be the Chairperson of the Committee), one (1) District Superintendent or Representative, one (1) additional member of the NMLT, two (2) members of the IMC and one (1) person who shall be appointed by the Board of Directors.
- 11.6.1.2** They shall recommend to the Board of Directors for presentation to the Conference a qualified candidate for Executive Director. A three-quarters (3/4) majority vote shall be required to constitute an election.
- 11.6.2** Each time a hired executive position is to be filled, a Search Committee shall be formed for that position.
- 11.6.2.1** For the position of Director of EFCCM, the Search Committee shall be comprised of five (5) members, including the Vice Chairperson of the Board of Directors (who shall be the Chairperson of the Committee), two (2) members of the IMC, one (1) District Superintendent and one (1) person who shall be appointed by the Board of Directors. They shall recommend to the Board of Directors to hire a qualified candidate for Director of EFCCM.
- 11.6.2.2** For the position of Director of National Missions, the Search Committee shall be comprised of five (5) members, including the Vice Chairperson of the Board of Directors (who shall be the Chairperson of the Committee), one (1) District Superintendent or Representative, one (1) additional member of the NMLT, one (1) member of the IMC, plus one (1) person who shall be appointed by the Board of Directors. They shall recommend to the Board of Directors to hire a qualified candidate for Director of National Missions.

11.7 International Mission Committee (IMC)

- 11.7.1** The IMC shall consist of at least three (3) members.
- 11.7.2** The Conference will elect an IMC Chairperson, who has competency in international missions, for a two (2) year term. The Chair may be re-elected twice for a maximum of six (6) consecutive years.
- 11.7.3** The Chairperson will present at least two (2) additional members, for approval of the Board of Directors, who shall form the balance of the Committee.
- 11.7.4** In addition, The Executive Director and the EFCCM Director will regularly meet with the Committee.
- 11.7.5** The Committee will be responsible to advise the Board of Directors regarding all matters pertaining to EFCC International Mission policy and to report compliance of same.

11.8 National Mission Committee (NMC)

- 11.8.1** The National Mission Committee shall consist of at least three (3) members.
- 11.8.2** The Conference will elect a NMC Chairperson, who has competency in national missions, for a two (2) year term. The Chair may be re-elected twice for a maximum of six (6) years.
- 11.8.3** The Chairperson will present at least two (2) additional members, for approval of the Board of Directors, who shall form the balance of the Committee.
- 11.8.4** In addition, the Executive Director and the National Mission Director will regularly meet with the Committee.
- 11.8.5** The Committee will be responsible to advise the Board of Directors regarding all matters pertaining to EFCC National Mission policy and to report compliance of same.

11.9 Other Committees may be formed and dissolved by the Board of Directors as the need arises.

ARTICLE XII – EVANGELICAL FREE CHURCH OF CANADA MINISTRIES

12.1 The Evangelical Free Church of Canada Mission (EFCCM) serves as the international arm of the EFCC.

12.2 The Evangelical Free Church of Canada National Mission serves as the national arm of the EFCC.

12.3 Executive Director – The Executive Director shall provide spiritual and administrative leadership in reaching the objectives of the EFCC ministries, nationally and internationally. He shall be accountable to the churches of the EFCC through Conference, and on an ongoing basis through the Board of Directors, achieving its agreed upon ends. He shall oversee the staff and ministries of the EFCCM. He shall provide reports to the Board of Directors on the activities of the Denomination, future requirements, and projected goals. He shall communicate regularly with the constituency and be available for spiritual and instructional ministry. He shall co-ordinate the work between the Districts or organizational entities in the formulation and realization of national policies and projects as well as co-ordinating the various departments of ministry. He shall officially represent the EFCC to District Organizations, EFCC Women's Ministries, the Evangelical Free Church of America, and other affiliate organizations. He shall be ex-officio of all committees, and affiliate organizations of the EFCC, other than the Search Committee for the Executive Director.

12.4 Director of the EFCC International Mission – The Director of the EFCC International Mission shall be hired by the EFCC Board of Directors to give oversight to the EFCC International Mission and will be accountable to the EFCC Executive Director.

12.5 Director of the EFCC National Mission – The Director of the EFCC National Mission shall be hired by the EFCC Board of Directors to give oversight to National Missions (Canada) and will be accountable to the EFCC Executive Director.

ARTICLE XIII – RELATIONSHIPS

13. The EFCC will cooperate with the Evangelical Free Church of America (EFCA), the International Federation of Free Evangelical Churches (IFFEC), Trinity Western University (TWU) and Trinity Western Seminary (TWS) and other organizations where such cooperation will further the objectives of the EFCC.

ARTICLE XIV - CHEQUES, DRAFTS, NOTES, ETC.

14. Contracts, documents or instruments in writing requiring the signature of the EFCC may be signed by the Executive Director, Chairperson, or Vice-Chairperson together with the Secretary, Chairperson of Finance, or another Director, as authorized by resolution of the members of EFCC. The corporate seal of EFCC may be required to be affixed to contracts, documents or instruments in writing signed as aforesaid. The Executive Director, Chairperson, or the Vice-Chairperson together with the Secretary, Chairperson of Finance, or other Director, as authorized by resolution of the members of the EFCC, are authorized to sell, assign, transfer, exchange, convert or convey any and all shares, bonds, debentures, rights, warrants or other securities owned by or registered in the name of the EFCC, and to sign and execute under the corporate seal of the EFCC or otherwise all assignments, transfers, conveyances, powers of attorney and other instruments that may be necessary for the purpose of selling, assigning, transferring, exchanging, converting or conveying any such shares, bonds, debentures, rights, warrants or other securities as authorized by resolution of the members of the EFCC.

ARTICLE XV - ENACTMENT REPEAL OR AMENDMENT OF BYLAWS

15. The enactment of bylaws in addition or supplemental hereto or the repeal or amendment of any bylaws herein set out or subsequently enacted may be effected or adopted by the EFCC at any Conference or special general meeting convened for that purpose, upon the passage of a resolution by at least three-quarters (3/4) of the votes cast; provided that every member church has been notified of the specific changes sixty (60) days in advance, and provided however, that the enactment, repeal or amendment of any bylaw or bylaws not embodied in the Letters Patent shall not be enforced or acted upon until the approval of the Minister of Industry has been obtained.

ARTICLE XVI - INTERPRETATION

16. In all by-laws and special resolutions of the EFCC, the singular shall include the plural and the plural the singular, the word "person" shall include firms and corporations and the masculine shall include the feminine. Whenever reference is made in any bylaws or any special resolution of the EFCC to any statute or section thereof, such reference shall be deemed to extend and apply to any amendment or re-enactment of such statute or section thereof, as the case may be.

ARTICLE XVII - CLERGY- LAYPERSON RATIO

17. The EFCC shall strive to elect or appoint at least fifty percent (50%) laypeople to any and all boards and committees, unless otherwise specified.

ARTICLE XVIII – AUDIT OF ACCOUNTS AND APPOINTMENT OF AUDITORS

18. The members of the Corporation shall at each Conference appoint a duly qualified and recognized accountant as Auditor for the next two (2) year term. All accounts shall be audited and a financial statement of the Corporation, auditor's report and such other information or reports relating to the Corporation's affairs as the Directors may determine, shall be submitted to the Board of Directors and presented to such general meeting of the members of the Corporation.

ARTICLE XIX - DISSOLUTION CLAUSE

19. In the event of the dissolution of the Evangelical Free Church of Canada, any assets of the organization remaining thereafter shall be conveyed by Conference duly called at the time of the dissolution to qualified donees only, which by a decision of the members of the Conference are best fitted to carry on the objectives closely allied to the EFCC. No dissolution of the EFCC may be accomplished without two-thirds (2/3) vote of the registered members of Conference.