

# Grant Memorial Baptist Church

**Semi-Annual Meeting of the Members**

**October 30, 2022**



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# 1. Meeting Logistics

## 1.1 Meeting Agenda

The proposed agenda for the October 2022 semi-annual meeting of the members of Grant Memorial Church is as follows:

- Welcome & Prayer
- Approval of Agenda
- Approval of Minutes from the Members Meeting held June 12, 2022
- Elder Update
- New Elder Affirmation
- Grant Memorial Church Ministry Update
- Linden Christian School Update
- Board of Trustees Update
- Vote on 2021/2022 Audited Financial Statements Presentation
- Vote on Appointment of Auditors for 2022/2023
- Vote on Motion to Amend the By-Laws – Motioned June 12, 2022
- Vote on Motion to Approve Elder Mandate – Motioned June 12, 2022
- Vote on Motion to Approve Trustee Mandate – Motioned June 12, 2022
- Adjournment & Closing Prayer

## 1.2 Meeting Participation

We appreciate each member and constituent at Grant who desires to make a contribution to this church community. Coming together for congregational meetings has always been a significant moment in the life of the church. It's imperative that we retain the opportunity to learn of ministry updates, listen to one another and discern the future of Grant Memorial together. For these reasons, we desire to design a members meeting that facilitates this type of healthy engagement.

As we look ahead to our Fall Members Meeting on October 30 at 7:00 pm, we would like to take a moment to inform you of several changes.

We will continue to invite both the membership of Grant Memorial and curious non-members to attend the Fall Members Meeting. And as we have traditionally operated, only the membership will be invited to vote.

Members will be invited to engage with the meeting content from “the floor” by asking questions or sharing comments. To help focus the questions and comments and to respect the time of those engaged in the meeting, we will introduce a 3-minute timer. We hope this will facilitate healthy engagement while providing the GMBC membership adequate opportunity to process the content presented. While this won't always be the case, occasionally, non-members may be invited to ask questions or comment.

A final thought to aid our interactions as a church family. We request that anyone who asks a question or makes a comment to introduce themselves AND share where they are actively volunteering at Grant. We hope that this will help us get to know one another better and give context to the question or comment.

As a reminder, any proposed items a **member** would like added to the agenda must be submitted to the Trustees early enough to be considered and included on the published agenda. Any proposed amendments to by-laws will follow the guidelines for amendments as written in the by-laws.

As we prepare for the opportunity to meet together as members of this community in this both challenging and exciting time in history, we invite you to pray. Please pray for unity and clarity in purpose, for God's will to be carried out within this community, for godly wisdom and discernment for our community and specifically for our staff and leadership. Pray that our community would exhibit the fruits of the spirit as we engage with one another and seek to represent God's name and kingdom well.

GMBC Elders

## 2. Ministry Report

It has been exactly one year since we unveiled Grant Memorial's new vision: "Gather, Grow, Go - for the Glory of God." We are so thankful for what God has done and look forward to opportunities like this to reflect on how we have grown as church community throughout this past season.

As we mentioned in spring, a positive lesson from the Covid pandemic is that we were forced to rethink what ministry looked like when gathering in the traditional way was not possible. We came to realize that some of the new ministry initiatives that we were forced to create, out of necessity, were actually initiatives that ought to be a part of Grant's DNA moving forward, even in a post-pandemic world.

On the other hand, when we were forced with the difficult decision to hit pause on aspects of our regular programming, the shutdown helped confirm why we had offered those programs in the first place. We found our passion reignited for some of what we have always done, but perhaps taken for granted.

While the Spring Members Meeting is designed to look forward, the Fall Members Meeting is tasked with looking back. The reports below will give you a glimpse into the ministries at Grant over this previous season. We hope you will celebrate with us as we reflect where we have witnessed God at work, and at the same time, invite you to join us in faith as we lean into the upcoming season of following Jesus as a church family.

### 2.1 Grant Kids (Michelle Lussier)

Kids Ministry has had such an encouraging return to church. We have been blessed with a continual growing number each week as well as many new families joining our community. Our summer wind up brought 95+ kids to our ministry. A number we have not seen since well before Covid. Our families are much more consistent in attendance, which has given us an opportunity to get to know them more personally! We are also so thankful for the return of our volunteers and their willingness to love on our Grant Kids.

### 2.2 Youth Ministry (Nathan Pawluck)

We had another great year in Youth, both in Multiply (Gr. 5-7) and in Heart & Soul (Gr. 8-12). The year kicked off with a worship night at the Trappist Monastery, which really set the tone for the rest of the year. Some other great opportunities that we had included having Azariah Falk as a Youth Intern, creating a Youth Core Team, and transitioning back to meeting in person semi-regularly.

We saw a lot of students return back to Youth when we were able to transition back to meeting in person, which was really exciting to see. Our students grew a lot, especially due to building great relationships with their Small Group Leaders. Last year we had the unique opportunity to offer a number of family events. There was a Pizza Night, Games Night and Pine Car Derby Race. These events offered a great place to bond as a family unit as well as connect with other families. We had a lot of laughs and found that these events brought great joy during the winter lockdown months.

In March, Nathan Pawluck welcomed a new baby into his family and we were able to bless them with Nathan taking paternity leave. During this time, the Youth got a new Youth Assistant, Grace Wieler.

Grace has been an awesome addition to the Youth team. Her heart for God is very evident and she sets a great example to our students of a woman who loves the Lord and lives for Him. Over the summer, Grace led some great activities, such as worship nights, Slurpee and Bible Study nights and much more. Students were hungry for the Word (and slurpees) and asked many questions about God.

As we look forward to this year, we anticipate God's good work in the student's lives. We have been blessed with a group of leaders who are passionate about seeing students make steps of growth in their faith. As always, we thank you for your support and prayers as we see what God has for us all in this ministry.

### **2.3 Young Adults Ministry (Levi Willems)**

I have been a part of the GMC team for five months now and it has been clear to see that God is moving within the YA community. The spring and summer proved to be an important time to begin new relationships. Often our events during this time were simple and casual. I believe this helped create a space where people could come and either reconnect with the YA community or enter into it as a new person. I believe during the summer a new sense of trust was formed within the community. Now moving into the fall, we have seen a number of new people join our community and we have seen the Spirit draw people into pursuing Him. Three young adult small groups have started, connection on Sunday mornings has increased, and participation in group gatherings has grown as well. God is stirring a desire to know Him and experience Him in community.

### **2.4 Worship Ministry (Sharalee Smith)**

Our team has had an awesome year together! Covid created an opportunity for growth, efficiency, and using the talents on our team to glorify the Lord! We are blessed with so many gifted musicians and singers!

We introduced a few original songs in both services and received such encouraging feedback from our church!

This summer, we took on a bit of a fresh direction as we combined our services. We invited both teams to participate in a fully blended worship time! Kids and seniors included!!

We look forward to continuing to provide an awesome worship-filled environment for our church to gather, use their gifts, and grow in their faith!

### **2.5 Local Outreach (Colleen Job)**

God has been at work in beautiful ways through our local ministry partners: Crisis Pregnancy Centre, Forward House, Give The Word, House of Hesed, Living Bible Explorers, Naomi House and Union Gospel Mission. We have been privileged to support them not only financially but also by meeting some of their practical needs. A highlight of the past year was our Staff Work Day at Living Bible Explorers (LBE) in May. Our staff and property team were kept busy cleaning, building, repairing and organizing the LBE building and office space. It was a blessing for our staff to serve in this way and help support the life-changing ministry of LBE. We have also seen God at work through our monthly Drive Thru Meals. On average, we have served between 500-700 meals each month to people from all parts of the city. We have engaged with some who might never have come to our church. We

have partnered with our church family to deliver meals to neighbour's in need, the sick, the grieving as well as the homeless in our city.

## **2.6 World Mission (Shannon Silvestri)**

God is at work! What a privilege and honour it is for the World Ministry Planning Team to oversee the resources of Grant Memorial Church's World Mission Ministry to increase access to the gospel within our country and across the world.

Throughout the year, our 19 Endorsed Missionaries are committed to their roles in a variety of mission organizations. In December, we welcomed one missionary home to regroup and heal after having to rapidly exit her country of ministry. This September, she began a new chapter of mission work in another restricted access area. We maintain close contact with all of our Endorsed Missionaries and encourage you to visit our website to familiarize yourself with each of them.

Despite the challenges of Covid 19 last Fall, we were able to send a small group of eight to Kenya to engage in relationship with our friends in Chembulet. And, our regular partnership with OCC continued with a total collection of 4843 boxes.

World Mission underwent some organizational changes with Shannon Silvestri joining the staff team as World Mission Coordinator and the Local Partner segment shifting to Local Outreach under Pastor Sean Sagert's care. These changes have provided more opportunity for connection, care and support for our Endorsed Missionaries and our Strategic and Local Partners.

In the Spring we received an in depth report from two of our constituents who traveled to Guatemala in partnership with IJM where they were able to experience and come to a greater understanding of the work that goes on in the communities there. We also had opportunity to meet the new Compassion Canada representative for the West.

Outreach Offerings throughout the year for a variety of ministry opportunities equaled a total of \$48,279.50.

## **2.7 Small Groups (Fernanda Girardi)**

We've come through a challenging year, but our small groups have adapted to different health guidelines, personal comfort levels, and physical needs. Although each small group dealt with the changes differently, they were all able to maintain their relationships even during lockdown times. Small groups were able to meet in person once more as soon as restrictions started to loosen, and by the end of the year, the majority of small groups were operating normally. In 2021/2022, we had 39 active small groups and 453 people connected to a group. Some of our groups actively engaged new people and intentionally invited new people from their community to the groups. We appreciate all the group leaders who maintained contact and actively guided, encouraged and disciple their members.

## **2.8 Adult Ministry (Fernanda Girardi)**

We were finally able to launch some of the Adult Ministries' initiatives this year after a challenging year. Men's Bible Study is one of the chances for community and relationships that leaders in the Men's Ministry have been promoting, which happened on Sunday mornings from August to June; the sessions were online and in-person and had approximately 20 men participating. At the end of

the year, the men's community gathered for breakfast to listen to Ray Neufeld sharing his faith and career as an NHL Player. Women's Ministry had a Daybreak Session from October to November 2021, with 60 participants. In addition, we could gather as a women's community on an evening to spend time together and listen to Cait MacHutchon sharing her missionary experiences.

## **2.9 Care Ministry (Sean Sagert)**

During the past ministry year here at Grant we have been able to witness the love and grace of God at work both through the ways in which we have been able to provide spiritual care, but also in some very practical ways through ministry like Grant Seniors, Divorce Care, the Drive Thru Meals, connection with our local outreach partners, as well as seeing so many people grow in their understanding of God's love, some for the very first time. Despite the lingering effects of Covid there is no doubt that God is bringing people here to Grant Memorial so that they can grow in their understanding of who He is, but also find rest and healing for the heart. It has been so encouraging to hear the many different stories of God at work among us and as we reach out to those around us here in Winnipeg!

## **2.10 Let It Glow (Jeff Job)**

Our Let it Glow Drive-Thru will return for its second year! This is another opportunity to invite our city to church for a unique Christmas event and to interact directly with those who may never visit Grant otherwise. Our Let It Glow team has been meeting on a regular basis to plan this year's event, which will include new lighting elements to help us tell the Christmas story, refreshments, and an invitation to our Christmas services. This also provides a fun way for hundreds of our church families of all ages to volunteer and build community as they serve. Our hope is that this will be a tangible way for us to reach out to our city with the love of Jesus during the Christmas season.

## **2.11 Technical Arts Ministry (Craig Johnson)**

The past years have been a challenge and a blessing to the Technical Arts Ministry. Due to the foresight of wise investment in technology at Grant, we were able to help keep our church community connected with Livestreaming, as well as a radio station. Each week 10 of our over 40 volunteers use their gifts and time to create a worship experience that is creative and compliments our culture. We've been blessed with a younger contingent in our team that are learning and growing their skills in audio, camera and projection while fostering an attitude of service. We are fortunate to be a vital part of what God is doing at Grant Memorial and look forward to the year ahead.

## **Conclusion**

We sure hope that you had the opportunity to read through this entire report carefully, and we pray that you are blessed to learn where God has been at work within this church community. We are excited about all that the Lord is leading us into. In order to keep moving forward we will need 'all hands on deck', so we invite you to consider how you will be a part of this, and join us as we serve one another and the community.

*By Pastor Cam Stephens and Pastor Steve Bock*

### 3. Operations Report

It has been a year since I began my role here at Grant, and it has been a year full of listening and learning. I have seen how God was already at work to equip me prior to coming on staff, and He has continued to shape and mold me into the person that He wants me to be to carry out the assignment He has given me. I am also very thankful to my church family who has encouraged and affirmed me, to the church staff who has helped me to settle into my role, to Cam and Steve who have become my good friends and teammates, and most of all *"to you, Lord, with all my heart; I will tell of all your wonderful deeds." (Psalm 9:1). "I will give thanks to the Lord because of his righteousness; I will sing the praises of the name of the Lord Most High." (Psalm 7:17)*. May everything that we do here at Grant be filled with our gratefulness to God for His goodness as we join Him in where He is working.

I am grateful for the faithful financial support of the ministries here at Grant. It has allowed us to continue to help those both inside and outside of our church community. God has entrusted our church with so many resources: a great facility, committed and dedicated staff and volunteers, a faithful congregation, a rich heritage, the list is almost endless. While being responsible for the stewardship of these things can sometimes feel overwhelming, I am confident to put my trust in God for wisdom and strength as we navigate this next ministry year.

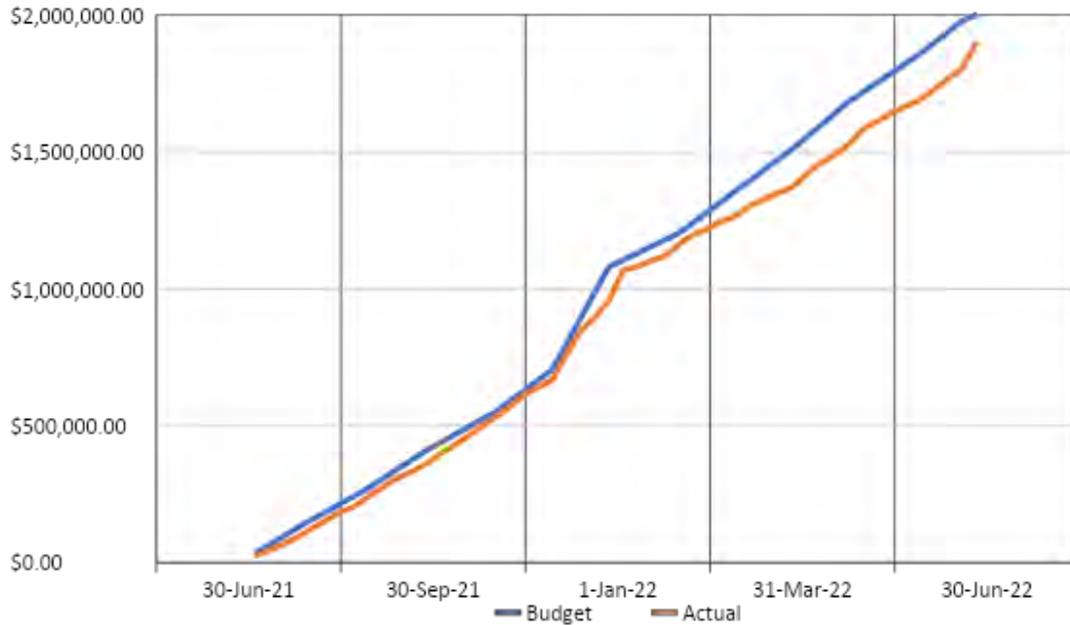
There are four financial statements included as part of this report:

- Schedule A: a summary of our actual to budget performance for this past year
- Schedule B: a comparative summary of fiscal operations for the last 5 years
- Schedule C: a comparative summary of our financial position for the last 5 years
- The Non-consolidated Audited Financial Statements for the past year

Also included are some graphs to help illustrate the year over year amounts for items such as general donations, operating expenses, mortgage debt and cash balance.

As part of our budgeting process, we estimate what we can expect to receive for donations throughout the year. This helps to guide us in setting amounts for each line item in the budget. Following is a graph of our cumulative General Fund donations against our budgeted (expected) amount:

### Cumulative Actual vs Budget (Expected) Donations



Here is a summary of the various aspects of the financial report:

**1. GENERAL FUND DONATIONS: \$1,902,839**

Performance: Deficit \$117,461 (5.8%)

Vs. Last Year: Increase \$47,277 (2.5%)

This remained very close to our budget until January, and then began to deviate more throughout the rest of the year.

**2. DESIGNATED DONATIONS: \$287,797**

Vs. Last Year: Increase \$121,389 (72.9%)

These are donations made to specific funds which are separate from the General Fund and used solely by those ministries. These include endorsed missionaries, the Fellowship Fund, CarePortal, and the Monthly Outreach Offering, just to name a few. This amount for this year was the highest in the past five years.

**3. TOTAL REVENUE: \$2,294,193**

Vs. Last Year: Decrease \$201,460 (8.1%)

This amount includes all donations, government grants and miscellaneous revenue. The decrease was due to receiving \$380,879 less in government grants. Otherwise, we would have seen an increase of \$179,419.

**4. OPERATIONAL EXPENSES: \$2,237,427**

Performance: Under Budget \$15,367 (0.7%)

Vs. Last Year: Increase \$81,097 (3.8%)

We realized some savings on building maintenance costs for what we budgeted which helped to bring our total operating spending under budget. More activity in the building resulting in higher property costs was responsible for most of the increase in operating expenses. These amounts exclude the Sundry programs.

- 5. MISSIONS: \$456,066**  
Vs. Last Year: Increase \$109,094 (31.4%)  
This amount includes both designated offerings as well as budgeted giving from the General Fund for endorsed missionaries and local/world mission partners. We saw a large increase in the amount of designated donations which accounts for the large increase.
- 6. MINISTRY/SUPPORT STAFF COSTS: \$1,268,697**  
Performance: Under Budget \$23,728 (1.9%)  
Vs. Last Year: Increase \$28,800 (2.3%)  
This includes all salary and benefit costs for all ministry and ministry support staff. The increase over last year was due to a cost-of-living increase and increased benefit costs.
- 7. PROPERTY COSTS: \$292,314 NET**  
Performance: Under Budget \$23,939 (7.6%)  
Vs. Last Year: Increase \$69,558 (31.2%)  
Our total costs for operating the building including all maintenance, utilities, insurance, and property staff was \$935,656. We share these expenses with LCS based on the building space used by each organization throughout the year. The LCS portion was \$643,342. The rise over last year was due to a significant increase in the use of the building which necessitated additional costs for repairs, maintenance, and room setups.
- 8. ANNUAL OPERATING NET: \$45,172 Deficit**  
Vs. Last Year: Decrease \$758,179  
The large difference from previous year resulted from a loss of two revenue streams: the large government grants and the city easement payment for the underpass, which was a drop of \$687,048. We also saw a net loss on the Café operations as well as increased operating property costs.
- 9. CASH BALANCE: \$499,265**  
Vs. Last Year Decrease \$214,705  
We started the year at \$713,970. The cash balance was used to make a mortgage lump sum payment of \$150,000 (which helped to reduce our mortgage debt) and to pay for our budgeted capital expenditures.
- 10. MORTGAGE DEBT: \$1,105,432**  
Vs. Last Year: Decrease \$323,157 (22.6%)  
We started the year with a balance of \$1,428,589 and were able to make significant progress in reducing this debt by making the previously mentioned lump sum payment as well as accelerated mortgage payments.

On behalf of the Executive Team, we are very thankful for your support of Grant Memorial with the generous gifts of your time and finances and we especially covet your prayers. We are grateful for the opportunity to serve our church community and appreciate the many kind words of encouragement that we have received throughout this past year.

*Jeff Job, Director of Operations*

## 4. Elder Candidate Presentation for Affirmation

In recognition of the distinction between the spiritual and administrative stewardship of the church, the position of Elder was created at Grant to guard our theological integrity and to provide spiritual oversight to the church. An Elder is a man who is recognized as a mature Christ follower and who, upon request, commits to help carry the mantle of guardianship and spiritual stewardship of the church. An Elder can be likened to a lay pastor and is entrusted to speak into the spiritual, theological, and ministry life of our members. The Senior Leaders are also elders, and along with appointed Elders, they comprise a group of men who speak to and deal with pastoral and theological concerns and interests in the lives of the church membership. In 2021, a Council of Elders was established as a decision-making body comprised of some or all of the elders, as needed, to provide governance and oversight over spiritual and ministry matters in the church.

### 4.1 Current Elders

The current list of Elders is as follows:

- Paul Meisner
- Richard Quiring
- Keith Robinson
- Kevin Zink
- Bruce Day

### 4.2 Elder Candidate

The following individual has agreed to allow their name to stand for election for affirmation. The profile is provided in Appendix 2.

- Ken Quiring

The affirmation will consist of a yes or no vote.

# **Schedules and Appendices**

## Schedule A – Statement of Operations – Actual to Budget Comparative

**Grant Memorial Baptist Church Inc.**  
**Statement of Operations - Actual to Budget Comparative**  
**Fiscal Year Ended June 30, 2022**

### SCHEDULE A

	2022 Total	Sundry Programs	Operating & Capital Funds Actual	Operating & Capital Funds Budget	Variance Actual to Budget
<b>Revenue</b>					
Donations					
General	1,902,839	-	1,902,839	2,020,300	(117,461)
Special and capital	1,200	-	1,200	-	1,200
Designated	287,797	287,797	-	-	-
	2,191,836	287,797	1,904,039	2,020,300	(116,261)
Programs activities	6,922	6,922	-	-	-
Grants	84,987	-	84,987	54,000	30,987
Other	10,448	-	10,448	3,600	6,848
<b>Revenue</b>	<b>2,294,193</b>	<b>294,719</b>	<b>1,999,474</b>	<b>2,077,900</b>	<b>(78,426)</b>
<b>General Fund Expenses</b>					
Ministries					
Salaries & benefits	887,326	-	887,326	964,334	(77,008)
Programming	163,067	13,049	150,018	130,960	19,058
Supported ministries (Missions)	456,066	283,951	172,115	181,551	(9,436)
	1,506,460	297,000	1,209,459	1,276,845	(67,386)
Property Costs					
Utilities	304,020	-	304,020	298,200	5,820
Maintenance	593,485	-	593,485	628,050	(34,565)
Insurance	26,115	-	26,115	20,448	5,667
Property taxes	12,036	-	12,036	12,882	(846)
	935,656	-	935,656	959,580	(23,924)
Less: Cost recovery from LCS	(643,342)	-	(643,342)	(643,327)	(15)
	292,314	-	292,314	316,253	(23,939)
General Administration					
Salaries & benefits	381,371	-	381,371	328,091	53,280
Office & printing	81,954	-	81,954	55,900	26,054
Professional fees	16,123	-	16,123	20,000	(3,877)
	479,448	-	479,448	403,991	75,457
Other Expense					
Interest	44,306	-	44,306	46,000	(1,694)
Financial processing fees	30,031	-	30,031	33,305	(3,274)
Amortization	181,869	-	181,869	176,400	5,469
	256,206	-	256,206	255,705	501
<b>Operating Expenses</b>	<b>2,534,428</b>	<b>297,000</b>	<b>2,237,427</b>	<b>2,252,794</b>	<b>(15,367)</b>
<b>Excess of revenue before the following</b>	<b>(240,235)</b>	<b>(2,281)</b>	<b>(237,953)</b>	<b>(174,894)</b>	<b>(63,059)</b>
Auxiliary service operations (net)	160,261	-	160,261	175,318	(15,057)
Recovery from Lindenholt Ministries Inc.	34,801	-	34,801	-	34,801
<b>Annual Operating Surplus/(Deficit)</b>	<b>\$ (45,172)</b>	<b>\$ (2,281)</b>	<b>\$ (42,891)</b>	<b>\$ 424</b>	<b>\$ (43,315)</b>

## Schedule B – Comparative Statement of Operations

**Grant Memorial Baptist Church Inc.  
Comparative Statement of Operations  
Actual Results**

**SCHEDULE B**

	For Fiscal Year Ended				
	2018	2019	2020	2021	2022
<b>Revenue</b>					
Donations					
General	\$ 2,308,857	\$ 2,511,195	\$ 2,120,137	\$ 1,855,562	\$ 1,902,839
Special and capital	38,515	68,927	22,500	1,200	1,200
Designated	210,592	242,034	189,609	166,408	287,797
	<u>2,557,964</u>	<u>2,822,156</u>	<u>2,332,246</u>	<u>2,023,170</u>	<u>2,191,836</u>
Program activities	61,378	54,403	95,948	2,222	6,922
Grants	-	-	218,408	465,866	84,987
Others	28,929	29,484	51,699	4,395	10,448
<b>Total Revenue</b>	<u>2,648,271</u>	<u>2,906,043</u>	<u>2,698,301</u>	<u>2,495,653</u>	<u>2,294,193</u>
<b>General Fund Expenses</b>					
Ministries					
Salaries & benefits	979,029	1,033,769	1,086,403	920,187	887,326
Programming	256,684	244,913	270,384	151,637	163,067
Supported ministries (Missions)	381,057	431,222	378,104	346,972	456,066
	<u>1,616,770</u>	<u>1,709,904</u>	<u>1,734,891</u>	<u>1,418,796</u>	<u>1,506,459</u>
Property Costs					
Utilities	264,592	301,897	311,802	270,768	304,020
Maintenance	895,968	1,018,128	711,668	513,282	593,485
Insurance	16,586	16,663	19,042	19,740	26,115
Property taxes	19,189	15,189	14,388	11,915	12,036
	<u>1,196,335</u>	<u>1,351,877</u>	<u>1,056,900</u>	<u>815,705</u>	<u>935,656</u>
Less: Cost recovery from LCS	(869,231)	(956,889)	(635,424)	(592,949)	(643,342)
	<u>327,104</u>	<u>394,988</u>	<u>421,476</u>	<u>222,756</u>	<u>292,314</u>
General Administration					
Salaries & Benefits	386,293	305,749	347,678	319,710	381,371
Office & printing	42,693	41,433	60,408	77,753	81,954
Professional fees	68,169	57,186	25,095	18,936	16,123
	<u>497,155</u>	<u>404,368</u>	<u>433,181</u>	<u>416,399</u>	<u>479,448</u>
Other Expense					
Interest	88,950	76,847	73,969	63,628	44,306
Financial processing fees	18,908	21,734	26,232	28,295	30,031
Amortization	178,002	173,975	189,672	184,855	181,869
	<u>285,860</u>	<u>272,556</u>	<u>289,873</u>	<u>276,778</u>	<u>256,206</u>
<b>Operating Expenses</b>	<u>2,726,889</u>	<u>2,781,816</u>	<u>2,879,421</u>	<u>2,334,729</u>	<u>2,534,427</u>
<b>Excess of revenue before the following</b>	<b>(78,618)</b>	<b>124,227</b>	<b>(181,120)</b>	<b>160,924</b>	<b>(240,234)</b>
Auxiliary service operations (net)	163,140	176,744	174,494	153,112	160,261
Recovery from LMI	-	-	-	92,802	34,801
Easement gain	-	-	-	306,169	-
<b>Annual Operating Surplus/(Deficit)</b>	<b>\$ 84,522</b>	<b>\$ 300,971</b>	<b>\$ (6,626)</b>	<b>\$ 713,007</b>	<b>\$ (45,172)</b>



## Schedule C – Comparative Statement of Financial Position

**Grant Memorial Baptist Church Inc.**  
**Comparative Statement of Financial Position**  
**Actual Results**

**SCHEDULE C**

	At Fiscal Year ended June 30				
	2018	2019	2020	2021	2022
<b>Assets</b>					
Current					
Cash & short term investments	599,015	720,258	469,113	713,970	499,265
Accounts receivable	217,109	34,069	74,042	70,349	11,390
Due from related parties	-	137,497	47,260	124,715	75,028
Prepaid expenses	11,342	15,255	11,283	9,606	16,190
	827,466	907,079	601,698	918,640	601,873
Capital Assets	9,346,310	9,273,350	9,435,686	9,403,215	9,286,250
<b>TOTAL ASSET</b>	<b>\$ 10,173,776</b>	<b>\$ 10,180,429</b>	<b>\$ 10,037,384</b>	<b>\$ 10,321,855</b>	<b>\$ 9,888,123</b>
<b>Liabilities &amp; Equity</b>					
Current liabilities					
Accounts payable & accrued liabilities	341,046	184,825	189,381	221,119	155,538
Long-term debt					
Mortgage	2,167,935	2,029,838	1,888,863	1,428,589	1,105,719
	2,508,981	2,214,663	2,078,244	1,649,708	1,261,257
Members Equity	7,664,795	7,965,766	7,959,140	8,672,147	8,626,867
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>\$ 10,173,776</b>	<b>\$ 10,180,429</b>	<b>\$ 10,037,384</b>	<b>\$ 10,321,855</b>	<b>\$ 9,888,123</b>



**GMBC Spring Members Meeting Minutes**

**June 12, 2022**

**7:00 PM in Sanctuary at GMBC**

☑ Welcome & Prayer

- Keith Robinson (Elder) opened the meeting in a word of prayer.
- Danny Serhal (Trustee Chair)

☑ Approval of Agenda

- Change to the agenda this evening. The LCS Update will be scheduled for the October meeting. This will be a regular item for the October meetings and LMI will be scheduled for the June meeting each year.

**Motion to approve agenda, MOTION Danny Serhal, SECONDED Del Duffield,**

Brian Jones (non-member) – Would like to provide comments about LCS sometime in the meeting.

**Motion Carried.**

☑ Approval of Minutes from the Members Meeting held October 24, 2021

**Danny Serhal Motioned to approve the minutes of the last meeting as written, Vic Thiessen Seconded, CARRIED.**

☑ Elder Update

- Kevin Zink provided the Elder update.
- Kevin provided a short review of how our new structure has the Elders situated in the leadership. He referred to the Elder mandate that was provided in the document package for this meeting. He also highlighted how the structure was set up for the Elders, Council of Elders, Teaching Pastor, and Ministry Pastor.
- Kevin provided an overview of some of the projects and position statements the Elders have been working on. They are still in the process of discussion for the women in ministry at Grant and conflict of interest.
- Kevin commented on what lies ahead for the elders this coming year.
- Kevin announced Dick Stephens resignation as an Elder at GMBC. Dick shared a message by video since he was unable to attend the meeting.

☑ Grant Memorial Church Ministry Update

- Steve Bock, Cam Stephens and Jeff Job presented the Ministry report. Cam is the Teaching Pastor, Steve is the Ministry Pastor and Jeff is the Director of Operations. These three staff are the Executive Team that work together to lead our church staff and community.
- Steve shared that we are planning to look ahead but also look back to see the great things our Lord has provided.

## Appendix 1 – Draft Minutes from Members Meeting held June 12, 2022

- Cam highlighted some praise items. 35 people baptized this past year, 6000 meals served with our drive through meals. Jeff talked about Let It Glow from last winter and that planning is underway for this coming winter.
- Kids ministry is back up in attendance almost to pre-pandemic levels.
- The health of the staff team at GMBC is a huge priority for the Executive Team. A healthy staff team helps grow a healthy volunteer team. The staff morale and culture has been improving and adding a lot of positivity.

### Questions:

- Bruce Day (member): Bruce acknowledged the incredible work that Levi has been doing feeding so many people.
- Brian Jones (non-member): How do we make sure that we know how our programs are working? How do we measure their success? Steve commented on the regular evaluation of all ministry areas. It's tough to quantify success but the teams work hard to gauge the relational impact of the events. One small way is with surveys during the meal drive through and people filling them out to reconnect and give feedback.

### ☑ Lindenholm Ministries Update

- Doug Cook provided the LMI presentation. Doug provided some history and original intent in the development of LMI and it's connection as a ministry of GMBC. Doug Cook and Elizabeth Knight had the privilege of doing an organizational review this past year that was an incredible blessing. Great changes have come out of that process and there is great enthusiasm in that community. Doug presented the new CEO/Property Manager Will Wear. He is a fantastic addition to the team.
- Will Wear was welcomed and shared about himself and his passion for LMI.

Gail Peters (member) – has been incredibly blessed to have had Will help her in her unit this year.

### ☑ Board of Trustees Update

- Danny Serhal provided an overview of the roles of the Trustees. Currently there are 10 trustees. Danny Serhal and Stefan Dirks are coming off of the board this summer and there are 2 new candidates for the Trustees.
- There will be presentation of the Trustee mandate later this meeting to be motioned for more discussion.
- Danny highlighted what we have done in the last season and where we are going from here.
- Lots of time working through the further changes required as a result of the restructuring of our organization. This has involved conversations with LMI, LCS, on-boarding processes for board members at GMBC, LMI and LCS. A significant time is spent working to find new volunteers these leadership roles.
- Danny shared about us moving forward so that GMBC Inc. is a tool that not only blesses us, but grows the Kingdom multi-fold.

## Appendix 1 – Draft Minutes from Members Meeting held June 12, 2022

Questions:

Donna Harper (member): Donna shared her heart for a season of reconciliation to move forward and see the impact through the Holy Spirit.

Del Duffield (member): Del has been thankful for the great changes over the past couple years. There are still lots of things to be done. Del brought up that we have low membership in our organization and asked if staff were asked to become members.

David Robbins (member): David had appreciation for Danny sharing. We can have a great impact in our city with open doors and open hearts to the people in our city.

Cynthia Davies (member): The changes here are Grant has been God's will and she appreciates the great leadership of the Elders, Trustees, Pastors, Director of Operations. She is so thankful that the teams are working together and collaborating.

Brian Jones (non-member): Brian shared at length about his family's experience in regards to the LCS board.

Charlie Lucking (member): Acknowledged the comments from Brian and agreed with those comments.

Alison Charach (member): What is the core of the conflict between LCS and GMBC? We need to pray about these issues to move forward.

### Budget Presentation & Approval Vote

- Jeff Job presented the budget with the rest of the executive team.
- Steve Bock shared some thoughts on the intent of the budget for our community.
- This budget was a challenging process due to the past couple years of uncertainty. The process was extensive and collaborative between the Executive Team, Trustees, Elders and Finance Committee.
- Jeff went through at a high level the numbers in the budget. Our cash position currently and our mortgage debt load currently.
- Jeff highlighted the current state of our general donation revenues over the past 2 years. There were many factors that contributed to that change and the government subsidies in 2021 masked the impact of the decrease in donations.
- Jeff went through the budget numbers comparing expenses and revenues at a high level. The budget is projecting for a 10% increase in donations. Even if we attain that number this would still leave our year at projecting a deficit budget of approximately \$84,000. Cam Stephens made it clear that they understand that this is not a sustainable or repeatable budget year after year. Keeping a close eye on donations this year is critical knowing that if things didn't improve that difficult decisions to simplify how we do things would be

## Appendix 1 – Draft Minutes from Members Meeting held June 12, 2022

required. But, we are at a moment now where we are moving into a new vision for GMBC.

Questions:

Cameron Kerney (member): How many monthly donors do we have supporting this budget? Is there a number of regular monthly donors. Jeff mentioned we have around 600 individuals that donated since July. Cameron also asked about how many more givers would be needed or how much more do the current givers need to give to make this budget happen?

Donna Harper (member): LCS pays rent correct? Why isn't that reflected in the budget. Jeff broke down how LCS and GMBC share costs back and forth.

David Magyar (member): With all the contentious issues going on we are ALL here to grow God's Kingdom together.

**Motion to approve the budget as presented. MOTION Bruce Day, SECONDED Del Duffield. CARRIED.**

Rob Charach (member): Would like to have a note of the percentage for the vote to approve this budget.

**Budget was approved with over 80% approval.**

☐ Vote on Motion to Amend By-Laws 6.06 Appointment of Terms – Motioned Oct. 24, 2021

- Harold Penner had presented this motion that was seconded at the past October members meeting. Harold shared his motion rationale and asked Charlie Lucking to also make comments to the motion.
- Ted Hull (member): Ted made comments to this motion not in favour of passing it.

**The motion was voted on and required a 2/3 majority to approve the change. The motion was not carried.**

☐ Board of Trustees Candidate Presentation & Vote

- Kevin Zink presented Val Rollins and Carol Wood as Trustees.

**Motion to approve Val and Carol as Trustees. MOTION Kevin Zink, SECONDED Lynn Johnston, CARRIED.**

☐ Motion to Amend the By-Laws

- Dino Silvestri presented the proposed by-law changes (add in the bylaw changes noted related to the structural changes from last year). Some additional definitions and clarity were added.

**Motion to accept the proposed changes to the By-Laws. MOTION Dino Silvestri, SECONDED Keith Robinson.**

**Motion to accept the Elder Mandate. MOTION Del Duffield, Seconded Lynn Johnston.**

**Motion to accept the Trustee Mandate. MOTION Lynn Johnston, SECONDED Bernie Novak.**

**These three motions are to be discussed prior to being voted on at the October 2022 members meeting.**

- Motion to Approve Elder Mandate
- Motion to Approve Trustee Mandate

**MOTION to destroy the ballots. MOTION Bill Sherk, SECONDED Kevin Zink, CARRIED.**

Adjournment & Closing Prayer

Meeting Adjourned at 10:24pm



## ELDER CANDIDATE

The Elders are pleased to present the following candidate for affirmation at the October 30, 2022 Fall Members Meeting.



Ken Quiring  
Elder

## PRESENTING KEN QUIRING

I am a PK, a preacher's kid: a fact which has had two major influences on my life. First, we moved frequently from place to place. Between birth and leaving home as an adult I lived in nine different homes and attended six different schools. Our dwellings included everything from standard 1960's houses, a large three storey farm house and a two bedroom apartment in the back of Johnnies General store in a small Saskatchewan town. This apartment had some unique features including an outhouse that was accessed by a path through knee high weeds, a cistern under the kitchen floor in which drown mice were floating and a bathtub which was hauled into the living room for our weekly Saturday night bath. Secondly, we attended church, a lot. My early church experience was a blend of salvation plus (behaviours, dress codes and keeping separate from the world). Christianity was more about what one did not do than a relationship with God. My mother led me to the Lord when I was in Grade 5 or 6 and my Christianity mirrored the values listed above.

When I was in third year university, my father, noticing my apparent lack of enthusiasm for my youth group and spiritual things in general, suggested I try attending a college and career group meeting in a downtown church. He even made arrangements for someone to meet me there and to introduce me to other youth. And so I came to Grant Memorial, making new friends including an attractive young lady. 1971 was an important year for me. I graduated from University of Manitoba, married the attractive young lady and began a career in health care. After marriage, my wife and I have continued to attend Grant, becoming members, enjoying the teaching ministry, and the company of friends. One Sunday morning long ago a candidate for the position of Senior Pastor preached a sermon, but this time it was very different from any presentation I had heard before. It was a university style lecture including the meaning of words in the original Greek text. This way of preaching verse-by-verse opened my eyes to the position of a believer in Christ and gave structure to how a Christian should live out their faith before others.

My wife and I have served in many capacities at Grant including early child care, Kids' clubs, drop in volleyball leadership and campus hosts. For me, except for a disastrous two service stint as sound technician I have mostly served as a Small Group Leader.

I am grateful for the influence Grant Memorial has had on my life, its sound teaching ministry, the support and encouragement from people in the church and for the chance to learn about my spiritual gifts by serving (see earlier sound technician note!).

I recognize that serving as an elder will be another learning experience for me. I come to the opportunity with a servant's heart, wanting to help ensure that our church continues to be one with sound Biblical teaching and one that equips believers to live out their faith before others in a rapidly changing culture.





## **MINISTRY REPORT**

**Fall 2022**



### Reflection on the 2021-2022 School Year

2021-2022 represented year two of the pandemic and we continued to navigate countless complexities to comply with government mandates aimed at protecting members of our community. A burst pipe in late August, that resulted in loss of use of the Band Room due to significant flooding for the first two months of the school year, required us to creatively use our space. This was definitely another year of ongoing transition as we responded to the flood and the ongoing need to respond to frequent changes in government mandates. For example, scheduling was a challenge, as we needed to cohort grades during recess, lunch breaks and spares. At one time, we had 17 student cohorts that required over 400 duty positions over a six-day cycle! God clearly provided – no major isolation period was required by students and staff.

The IT infrastructure that was built over the past seven years allowed for transitions to online learning to be effective and seamless.

The school received a government grant via the Safe Schools Fund which was allocated to help ensure schools provide safe and healthy learning environments. At Linden we used the grant to purchase additional chromebooks and desks (to facilitate better spacing between students), more frequent cleaning of high traffic areas and for increased staff supervision - all to adhere to government mandates.

We are thankful for the way God protected our community during this difficult time and look forward to offering our students a full school experience in 2022-2023.

The school proceeded with the implementation of the Head of School/CEO position for the 2022-2023 school year. Planning to bring the organizational structure in line with best practice, support leadership sustainability and facilitate effective future succession of leadership positions at Linden Christian School has been in the works since 2019. Implementation was delayed due to the pandemic.

I am pleased to report that Bryan Schroeder was welcomed as the new Principal this past fall and I formally transitioned into the position of Head of School/CEO. The new structure allows us to better support our school community which has grown to include over 1000 students and 130 staff. I am able to shift my focus to providing overall direction for the educational programs (provision of spiritual and educational leadership, short and long-term planning, conflict resolution and ensuring the school's overall academic performance) and business functions (oversight of budgeting, finance, human resources, and advancement programs such as marketing, fundraising, and establishing alumni development programs). Bryan



LCS Ministry Report - Fall 2022

Schroeder's focus is on providing leadership related to the provision of education. He will be working closely with the Vice Principals and Resource Team.

I continue to serve on the MFIS Liaison Committee which provides me with direct communication to the Department of Education and the Minister of Education. In addition, my appointment to a position on the Minister's Task Force on Inclusive Education continues, allowing me to provide input and influence overall planning in this area.

The school planned and raised \$240,000 to build a community courtyard. This project was fully funded by donations from the school community and through the Capital fees paid by families each year. The courtyard was completed within budget and on time. Both the school and church communities will have numerous opportunities to use this space.

God provided a tangible example of how Linden's Mission and Vision is lived out to our parents and students. Following a special SY chapel that was held in November to raise awareness for the persecuted church, a unique ministry opportunity was presented. God used the chapel presentations to open the door for the children of a newcomer family that lived in a refugee camp for over 10 years to attend Linden. The family became part of our community in the fall of 2021. What a wonderful blessing and opportunity to see God at work.

The *Portrait of an LCS Grad*, completed this year, was implemented in classroom teaching and activities throughout the year.

The 2021-2022 year concluded with celebrations for the 65 graduates in the Class of 2022, with a full banquet and Convocation. Several additional activities were held for the Class of 2022 earlier in the year to celebrate this milestone. Twenty-one of the students in the Class of 2022 completed 12 or 13 consecutive school years at Linden.





LCS Ministry Report - Fall 2022

We hired new teaching staff to replace those that concluded their time at Linden, three of which were long term employees that retired at the end of the school year. Retiree Gail Sirant served at Linden for 19 years as an Early Years phys ed teacher; Carri McDonald, 14 years as a high school teacher and Guidance Counselor; and Lynelle Taylor for 17 years as a high school Art teacher. We are thankful for their faithful years of service and are pleased to note that all three retirees continue to lend Linden support as substitute teachers.

As you review this year's ministry report, rejoice with us and give thanks to God for His guidance and blessings to our community.

### **Accomplishments and Things to Celebrate in 2021-2022**

The following list summarizes some of the many blessings we experienced in the 2021-2022 school year:

- September's Alumni Yearbook and Welcome Back Event held in person
- National Day of Truth and Reconciliation - Reflections (stories and thoughts shared by indigenous people with SY students) during Chapel Week September 27-29
- Launch of an LCS Sports Youtube Channel in October for live streaming games, allowing spectators to view during or after the event
- Student outreach events, paused during COVID, resumed with over \$50,000 raised
- SchoolAdmin online admissions, enrolment and re-enrolment system was launched in early 2022
- A November SY chapel focus was on the Persecuted Church and led to students from a Christian refugee family attending LCS
- The Community Courtyard campaign launched with excellent LCS community support
- The annual spring fundraiser was in person, with the first ever Builders Award presented to Founding Principal Phyllis Cook
- May's Grandparents Chapel was in person, allowing us to welcome grandparents to the school for the first time in three years – over 500 attended
- Enhanced the school's leadership model by introducing the Head of School/CEO and hiring a new Principal
- The May and June Spring concerts were held in person
- Traditional Convocation and graduation events resumed in May and June
- Debt reduction of \$516,000
- Achieved fundraising goals for the bursary program and courtyard
- Staff retention of over 92%

### **Learning Priorities**

Our planning focus was on school culture and our school learning priorities for the period 2021-2024. Here is a summary of these priorities:



LCS Ministry Report - Fall 2022

1. **Literacy:** To continue to strengthen literacy skills K-12 through implementation of the [K-12 Literacy Protocol](#). Teachers will continue to grow in their knowledge and implementation of literacy strategies appropriate to their grade level and subject matter.
2. **Numeracy:** With a goal to strengthen student understanding of numeracy in the K-8 program, we will assess students' current understanding and develop a K-8 numeracy plan. The plan will be based on current research and best practices in the area of numeracy. We will place a particular focus on methods that expand student's problem solving skills and help them make connections between concepts.
3. **Collegiality:** To improve teacher efficacy by growing intentional opportunities to build teacher collegiality. Collegiality is about growing the connectedness and collaboration among teachers and moving away from the traditional norms of isolation and autonomy. *E.G. Teacher collaboration, cross curricular/grade activities and projects, observing each other teach, grade team and department meeting focus, resolving conflict and developing feedback loops. Grade team point people and department heads have a role in facilitating this as well.*
4. **Biblical Integration:** Connecting our curriculum to Christ: Teachers will build students' understanding of the world through a Biblical lens. Teachers will work to ensure Biblical integration is included in instructional decision making across the curriculum.
5. **\*Portrait of an LCS Grad:** To improve staff, student and the broader LCS community's understanding of the Portrait of an LCS Grad and how we aspire to have these traits develop in our students from Kindergarten to grade 12. With established clear descriptors and intentional instruction, the LCS community will facilitate growth of these traits.

*\*This school goal was worked on by K-12 staff during PD opportunities throughout the 2021-2022 school year.*

### Annual Spring Fundraising Event

In the spring of 2022 we held our first in-person fundraiser in three years. It was a blessing to recognize Phyllis Cook, LCS Founding Principal, with the LCS Builders Award in recognition of her contribution to Linden Christian School. Our community heard staff members share memories of working with Phyllis during the early years at LCS. They also enjoyed hearing from her about the history of the school and the vision for the school.



2021 - 2022 Student Outreach / Compassionate Community Projects

Event/Date	Amount Raised	Summary
K-8 National School Run Day September 2021	\$1,298.90	The Terry Fox Run and activities were organized by SY teacher Carri McDonald and the K-8 PhysEd staff. The run took place during P.E. classes throughout the last week of September/beginning of October. The theme for this year was "Try like Terry." K-8 students raised \$1,298.90 for cancer research.
Ride for Impact October 15, 2021	\$15,000 Plus \$10,000 \$25,000	SY Staff and students walked, cycled, skate-boarded or scootered in the "Ride for Impact" event. In addition to \$14,227.00 in contributions made online, \$773.00 in cheques and cash were received bringing in total monies LCS raised to \$ 15,000 for <b>Impact Ministries Guatemala</b> . An additional \$10,000 was donated to Impact Ministries by the school, which was allocated from prior years available mission trip funds.
Kindergarten	\$301.50	In May 2022, loonies and toonies were collected to support a Linden family (with a Kindergarten child) who began serving Mercy Ships in early 2022. Stefan Kliewer is one of

## Appendix 3 – Linden Christian School Ministry Report



### LCS Ministry Report - Fall 2022

		the chaplain/counselors serving a crew of 450 people from all over the world. His wife Lindsay and their two children will serve alongside him during this two year missionary commitment.
Grade 2	n/a	During the month of December, Grade 2 students brought in 59 pairs of mittens for our annual Mitten Tree Ministry. These items were dropped off at a local fire hall and were in turn distributed to Winnipeg children in need.
Grade 3	n/a	<p>3P students were challenged to think of three ways they could serve their friends or neighbours. They completed the challenge and created a slideshow to present to the class.</p> <p>Some things that they did:</p> <ul style="list-style-type: none"> <li>● shovel snow</li> <li>● vacuum</li> <li>● set the table</li> <li>● massage mom's feet</li> <li>● write an encouraging card for someone, etc.</li> </ul> <p>This project was based on a book we read about serving, sharing, saying encouraging words and forgiving others. We focused on serving.</p>
K-4 Operation Christmas Child (Shoebox Collection)	\$571	<p>The students in Kindergarten through Grade 4 prepared 128 boxes, collected \$571 and several family boxes to partner with Grant Memorial's OCC initiative. 220 boxes from LCS were packed.</p> <p>Together with GMBC there was a grand total of 4,843 boxes packed.</p>
Grades 1-4 Jump Rope for Heart	\$1,000	In addition to being a fundraiser, Jump Rope for Heart teaches students life-long habits by encouraging them to be active. During the week of March 14- 18, Grade 1-4 students participated in their Jump Event. Our students raised \$1,000 towards this worthy campaign!

## Appendix 3 – Linden Christian School Ministry Report



### LCS Ministry Report - Fall 2022

Grade 5		Grade 5 students supported the Grade 4 OCC student outreach by giving them their shoebox items and/or family boxes for Samaritan's Purse Operation Christmas Child 2021. Grade 5 students also collectively raised monies for World Vision in 2021.
Grade 6		In the winter term, each grade 6 class planned for and raised money for the World Vision project. 6L students brought in items or full boxes to support the EY Operation Christmas Child initiative.
Grade 7	Bake Sale for "Be The Change" Project \$4,423.80 (going to various organizations)	<p><b>Harvest Manitoba</b> Grade 7 students:</p> <ul style="list-style-type: none"> <li>● collected 672 lbs of food</li> <li>● packaged 240 non-perishable hampers</li> <li>● prepared 1080 <i>Meals-2-Go</i> breakfast kits for students in the program</li> <li>● debulked approximately 300 lbs of flour</li> <li>● packaged 3,240 eggs into cartons</li> <li>● prepared over 100 affirmation notes for students in the <i>Meals-2-Go</i> program</li> </ul> <p>Grade 7 students also collected clothing for <b>UGM</b>.</p> <p><b>Be the Change - Bake Sale</b> The Grade 7 students raised \$4,423.80 for various organizations.</p>
Grade 8		In March 2022, Grade 8 students collected 24 pairs of mitts and 15 toques for donation to UGM.
MY Christmas Giving (World Vision) Grades 5-8	\$11,076.65	<p>In December 2021, MY students once again were given the opportunity to experience the joy of giving and what it means to be compassionate community members. Together Grade 5-8 students set their collective goal to raise monies to purchase items through the World Vision Gift Catalog at \$7,858 and they raised \$11,076.65.</p> <p>Each class (13 in total) selected items from the World Vision Gift Catalog to support children and families in developing countries in support of World Vision projects. 130 items were purchased with the monies raised along</p>

## Appendix 3 – Linden Christian School Ministry Report



### LCS Ministry Report - Fall 2022

		with 31 Education Funds where the Canadian Government multiplied this gift by 8x.
EAL After School Program Nov 2021	30 boxes x \$40 = approx. \$1,200	The students and staff in EAL filled 30 boxes for OCC. At about \$25 - \$30/box + \$10 for shipping, they did well. This year rather than bringing in items, they packed their own boxes and brought them in.
Grade 10 Work Retreat - Camp Assiniboia	n/a	We had 86 students and 10 chaperones on the retreat at Camp Assiniboia. We helped them with raking the fields around the cabins and clearing brush/trees.
SY Christmas Giving (Union Gospel Mission)	\$110	In December 2021, SY Students collectively raised \$110 for Union Gospel Mission. Items collected for donation included: <ul style="list-style-type: none"> <li>● 21 pairs of mitts</li> <li>● 4 pairs underwear</li> <li>● 33 deodorant</li> <li>● 256 toothpaste</li> <li>● 104 toothbrushes</li> <li>● 152 pairs of socks</li> </ul> <p>These gifts will make a tremendous difference in blessing the ministry of Union Gospel Mission as they serve our downtown Winnipeg area and offer hope through the message of Jesus Christ.</p>
<b>TOTAL</b>	<b>\$44,981.85</b>	

We are thankful for the many ways that God provided and protected Linden's community in the 2021-2022 school year and give praise for our many blessings.

In His Service,

Robert Charach  
Head of School/CEO

**Grant Memorial Baptist  
Church Inc.**

Non-consolidated Financial Statements  
**June 30, 2022**



## Independent auditor's report

To the Board of Trustees of Grant Memorial Baptist Church Inc.

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### Our opinion

In our opinion, the accompanying non-consolidated financial statements present fairly, in all material respects, the financial position of Grant Memorial Baptist Church Inc. (the Church) as at June 30, 2022 and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

### What we have audited

The Church's non-consolidated financial statements comprise:

- the non-consolidated statement of financial position as at June 30, 2022;
- the non-consolidated statement of changes in fund balances for the year then ended;
- the non-consolidated statement of operations for the year then ended;
- the non-consolidated statement of cash flows for the year then ended; and
- the notes to the non-consolidated financial statements, which include significant accounting policies and other explanatory information.

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### Basis for opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the non-consolidated financial statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Independence

We are independent of the Church in accordance with the ethical requirements that are relevant to our audit of the non-consolidated financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

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### Responsibilities of management and those charged with governance for the non-consolidated financial statements

Management is responsible for the preparation and fair presentation of the non-consolidated financial statements in accordance with Canadian accounting standards for not-for-profit organizations, and for

PricewaterhouseCoopers LLP  
Richardson Building, One Lombard Place, Suite 2300, Winnipeg, Manitoba, Canada R3B 0X6  
T: +1 204 926 2400, F: +1 204 944 1020

\*PwC\* refers to PricewaterhouseCoopers LLP, an Ontario limited liability partnership.



such internal control as management determines is necessary to enable the preparation of non-consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the non-consolidated financial statements, management is responsible for assessing the Church's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Church or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Church's financial reporting process.

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### **Auditor's responsibilities for the audit of the non-consolidated financial statements**

Our objectives are to obtain reasonable assurance about whether the non-consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these non-consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the non-consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Church's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Church's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the non-consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to



the date of our auditor's report. However, future events or conditions may cause the Church to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the non-consolidated financial statements, including the disclosures, and whether the non-consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Church to express an opinion on the non-consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

*PricewaterhouseCoopers LLP*

Chartered Professional Accountants

Winnipeg, Manitoba  
September 19, 2022

**Grant Memorial Baptist Church Inc.**  
 Non-consolidated Statement of Financial Position  
 As at June 30, 2022

	2022			2021		
	Operating Fund \$	Capital Fund \$	Sundry Programs Fund \$	Total \$	Total \$	Total \$
<b>Assets</b>						
<b>Current assets</b>						
Cash	499,265	-	-	499,265	-	713,970
Accounts receivable	11,390	-	-	11,390	-	70,349
Due from related parties (note 10)	75,028	-	-	75,028	-	124,715
Prepaid expenses	16,190	-	-	16,190	-	9,606
	601,873	-	-	601,873	-	918,640
<b>Due from other funds</b>	-	-	116,823	-	-	-
	-	9,286,250	-	9,286,250	-	9,403,215
<b>Capital assets (note 4)</b>	601,873	9,286,250	116,823	9,888,123	-	10,321,855
<b>Liabilities and Fund Balances</b>						
<b>Current liabilities</b>						
Accounts payable and accrued liabilities	75,229	-	-	75,229	-	125,766
Accrued vacation pay	80,312	-	-	80,312	-	95,283
Due to related parties (note 10)	175	-	-	175	-	70
Current portion of long-term debt (note 7)	-	570,718	-	570,718	-	580,721
	155,716	570,718	-	726,434	-	801,840
<b>Due to other funds</b>	116,823	-	-	-	-	-
<b>Long-term debt (note 7)</b>	-	534,714	-	534,714	-	847,868
	272,539	1,105,432	-	1,261,148	-	1,649,708
<b>Fund balances</b>						
Invested in capital assets	-	8,180,818	-	8,180,818	-	7,982,626
Externally restricted	-	-	116,823	-	116,823	119,104
Unrestricted	329,334	-	-	321,334	-	570,417
	329,334	8,180,818	116,823	8,626,975	-	8,672,147
<b>Commitments and contingencies (note 9)</b>	601,873	9,286,250	116,823	9,888,123	-	10,321,855

Approved by the Board of Directors

*Justin Fast*

Director *Justin Fast* Director  
 Justin Fast, CPA, CA  
 Board of Trustees Director

The accompanying notes are an integral part of these non-consolidated financial statements.

**Grant Memorial Baptist Church Inc.**

Non-consolidated Statement of Changes in Fund Balances  
**For the year ended June 30, 2022**

	2022			2021
	Operating Fund \$	Capital Fund \$	Sundry Programs Fund \$ (note 14)	Total \$
<b>Fund balance – Beginning of year</b>	570,417	7,982,626	119,104	7,959,140
<b>Excess of revenue (expenses) for the year</b>	174,582	(217,473)	(2,281)	713,007
<b>Interfund transfers (note 12)</b>	(415,665)	415,665	-	-
<b>Fund balance – End of year</b>	329,334	8,180,818	116,823	8,672,147

The accompanying notes are an integral part of these non-consolidated financial statements.

**Grant Memorial Baptist Church Inc.**

Non-consolidated Statement of Operations

**For the year ended June 30, 2022**

	2022			2021				
	Operating Fund \$	Capital Fund \$	Sundry Programs Fund \$	Total \$	Operating Fund \$	Capital Fund \$	Sundry Programs Fund \$	Total \$
<b>Revenue</b>								
Donations								
General	1,902,839	-	-	1,902,839	-	-	-	1,902,839
Capital	-	1,200	-	1,200	-	-	-	1,200
Designated	-	-	287,797	287,797	-	-	-	287,797
Program activities	1,902,839	1,200	287,797	2,191,836	-	-	-	2,191,836
Grants (note 13)	84,987	-	6,922	91,909	-	-	-	91,909
Other	2,946	7,502	-	10,448	-	-	-	10,448
	1,990,772	8,702	294,719	2,294,193	-	-	-	2,294,193
<b>Expenses</b>								
Ministries								
Salaries and benefits	887,326	-	-	887,326	-	-	-	887,326
Programming	150,018	-	13,049	163,067	-	-	-	163,067
Supported ministries (missions)	172,115	-	283,951	456,066	-	-	-	456,066
Property costs	1,209,459	-	297,000	1,506,459	-	-	-	1,506,459
Utilities	304,020	-	-	304,020	-	-	-	304,020
Maintenance	593,485	-	-	593,485	-	-	-	593,485
Insurance	26,115	-	-	26,115	-	-	-	26,115
Property taxes	12,036	-	-	12,036	-	-	-	12,036
Less: Cost recovery from Linden Christian School Inc. (note 10)	935,656	-	-	935,656	-	-	-	935,656
	(643,342)	-	-	(643,342)	-	-	-	(643,342)
	292,314	-	-	292,314	-	-	-	292,314
General administration								
Salaries and benefits	381,371	-	-	381,371	-	-	-	381,371
Office and printing	81,954	-	-	81,954	-	-	-	81,954
Professional fees	16,123	-	-	16,123	-	-	-	16,123
Other expenses	479,448	-	-	479,448	-	-	-	479,448
Interest	-	44,306	-	44,306	-	-	-	44,306
Financial processing fees	30,031	-	-	30,031	-	-	-	30,031
Amortization	-	181,869	-	181,869	-	-	-	181,869
	30,031	226,175	-	256,206	-	-	-	256,206
	2,011,252	226,175	297,000	2,534,427	-	-	-	2,534,427
<b>Excess of revenue (expenses) before the following</b>	(20,480)	(217,473)	(2,281)	(240,234)	-	-	-	(240,234)
<b>Auxiliary service operations – net (note 15)</b>	160,261	-	-	160,261	-	-	-	160,261
<b>Recovery from Lindenholt Ministries Inc. (note 10)</b>	34,801	-	-	34,801	-	-	-	34,801
<b>Easement gain (note 5)</b>	-	-	-	-	-	-	-	-
<b>Excess of revenue (expenses) for the year</b>	174,582	(217,473)	(2,281)	(45,172)	-	-	-	(45,172)

The accompanying notes are an integral part of these non-consolidated financial statements.

**Grant Memorial Baptist Church Inc.**

Non-consolidated Statement of Cash Flows

**For the year ended June 30, 2022**

	2022 \$	2021 \$
<b>Cash provided by (used in)</b>		
<b>Operating activities</b>		
Excess of revenue (expenses) for the year	(45,172)	713,007
Items not affecting cash		
Amortization	181,869	184,855
Easement gain (note 5)	-	(306,169)
	136,697	591,693
Change in non-cash working capital items	36,659	(40,347)
	173,356	551,346
<b>Financing activities</b>		
Repayment of long-term debt	(323,157)	(460,274)
<b>Investing activities</b>		
Easement gain (note 5)	-	306,169
Purchase of capital assets	(64,904)	(152,384)
	(64,904)	153,785
<b>(Decrease) increase in cash during the year</b>	<b>(214,705)</b>	<b>244,857</b>
<b>Cash – Beginning of year</b>	<b>713,970</b>	<b>469,113</b>
<b>Cash – End of year</b>	<b>499,265</b>	<b>713,970</b>

The accompanying notes are an integral part of these non-consolidated financial statements.

## **Grant Memorial Baptist Church Inc.**

Notes to Non-consolidated Financial Statements

**June 30, 2022**

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### **1 Incorporation and purpose**

Grant Memorial Baptist Church Inc. (the Church) is a Bible-centred church known for its emphasis on teaching the Scriptures, its choice of traditional and contemporary worship, its strong sense of community and its commitment to reach beyond its walls. The Church is a not-for-profit organization and is a registered charity under the Income Tax Act. It was incorporated without share capital under Articles of Continuance in The Corporations Act of Manitoba on June 3, 2009.

### **2 Basis of presentation**

These non-consolidated financial statements are prepared in accordance with accounting standards for not-for-profit organizations (ASNPO).

### **3 Summary of significant accounting policies**

#### **Fund accounting**

The accounts of the Church are maintained in accordance with the principles of fund accounting. Fund accounting is a procedure whereby a self-balancing group of accounts is provided for each accounting fund established by the Church.

For financial reporting purposes, the accounts have been classified into three funds. The activities carried out by each fund are as follows:

- Operating Fund – reports the assets, liabilities, revenue and expenses related to general and auxiliary operations.
- Capital Fund – reports the acquisition, disposition, amortization and liabilities related to capital assets.
- Sundry Programs Fund – reports the assets, liabilities, revenue and expenses related to special ministry events, groups and programs, which are largely self-funded through designated donations and program revenues.

#### **Revenue recognition**

The Church follows the restricted fund method of accounting for contributions. Unrestricted amounts are recognized as revenue in the Operating Fund when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured. Restricted amounts related to general operations are recognized as revenue of the Operating Fund in the year in which the related expenses are incurred. All other restricted amounts are recognized as revenue in the appropriate restricted fund.

Sundry program activities and auxiliary services revenue are recognized in the fiscal year to which they relate.

## Grant Memorial Baptist Church Inc.

Notes to Non-consolidated Financial Statements

June 30, 2022

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### Capital assets

Capital assets are recorded at cost and are amortized, after adjusting for estimated residual value, over their estimated useful lives using the declining balance method with the half-year rule applied to acquisitions, at the following rates:

Site improvements	5%
Furnishings and equipment	10%
Computer equipment	33%
Computer software	50%

The building is amortized on a straight-line basis over 40 years with certain building renovations amortized on a declining balance basis at the rate of 7.5% per year.

Contributed capital assets are recorded at fair value on the date of contribution.

### Non-consolidation of controlled organizations

The Church controls three not-for-profit organizations as detailed in note 11. These non-consolidated financial statements have been prepared on a non-consolidated basis.

### Contributed services

Volunteers are an integral part of carrying out the activities of the Church. Contributed services are not recognized in the financial statements due to the difficulty in determining their fair value.

### Financial instruments

#### *Measurement of financial instruments*

The Church initially measures its financial assets and financial liabilities at fair value adjusted by, in the case of a financial instrument that will not be measured subsequently at fair value, the amount of transaction costs directly attributable to the instrument. The Church subsequently measures all its financial assets and financial liabilities at amortized cost.

Financial assets and financial liabilities measured at amortized cost include cash, accounts receivable, accounts payable and accrued liabilities, accrued vacation pay, due to (from) related parties and long-term debt.

#### *Impairment*

Financial assets measured at amortized cost are tested for impairment when there are indicators of possible impairment. When a significant adverse change has occurred during the period in the expected timing or amount of future cash flows from the financial asset or group of assets, a write-down is recognized in the non-consolidated statement of operations. When events occurring after the impairment confirm a reversal is necessary, the reversal is recognized in the non-consolidated statement of operations.

**Grant Memorial Baptist Church Inc.**

Notes to Non-consolidated Financial Statements

June 30, 2022

**Use of estimates**

The preparation of financial statements in conformity with ASNPO requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities at the date of the non-consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual amounts could differ from those estimates.

**4 Capital assets**

			2022	2021
	Cost \$	Accumulated amortization \$	Net \$	Net \$
Land	676,152	-	676,152	676,152
Site improvements	591,952	386,172	205,780	216,611
Building	9,051,660	1,444,886	7,606,774	7,686,684
Furnishings and equipment	2,559,294	1,789,600	769,694	795,239
Computer equipment and software	164,349	136,499	27,850	28,529
	<u>13,043,407</u>	<u>3,757,157</u>	<u>9,286,250</u>	<u>9,403,215</u>

In addition to the capital assets listed above, the Church has legal title to classroom buildings that have been added since 1993 by Linden Christian School Inc. (the School) onto the property owned by the Church. The cost of these additions made over the years total \$11.8 million. As the School has financed and operates these capital assets for its own beneficial interest, these assets have been recorded on the financial statements of the School and are not reflected above.

**5 Easement gain**

In November 2020, the Church signed a settlement agreement with the City of Winnipeg related to the Waverley underpass project which was completed in fall 2019. During 2021, the Church received a \$288,460 land easement payment, which included payment for the loss of the use of the land during construction and \$17,709 for interest, for a total payment of \$306,169.

**6 Credit facility**

The Church has a \$200,000 line of credit facility available bearing interest at bank prime plus 1.5%, secured by a line of credit agreement. As at June 30, 2022 and 2021, the Church had not utilized any portion of the line of credit.

**Grant Memorial Baptist Church Inc.**

Notes to Non-consolidated Financial Statements

**June 30, 2022**

**7 Long-term debt**

	2022 \$	2021 \$
Mortgage, due January 1, 2027, bearing interest at 3.15%, secured by a demand promissory note, repayable in monthly principal and interest payments of \$6,090	257,994	491,297
Mortgage, due April 1, 2026, bearing interest at 3.15%, secured by a demand promissory note, repayable in monthly principal and interest payments of \$3,800	377,175	410,404
Mortgage, due May 31, 2023, bearing interest at 3.65%, secured by a demand promissory note, repayable in monthly principal and interest payments of \$6,208	470,263	526,888
	<u>1,105,432</u>	<u>1,428,589</u>
Less: Current portion	(570,718)	(580,721)
	<u>534,714</u>	<u>847,868</u>

A general security agreement over all of the assets of the School and the Church, an assignment of fire insurance and an assignment of the lease agreement between the School and the Church have been given as collateral for the mortgages payable.

Interest on long-term debt, which is being expensed in the Capital Fund, for the year ended June 30, 2022 amounted to \$44,306 (2021 – \$63,628).

Based on current terms, the aggregate of principal payments required and mortgage balances coming due in each of the next four years is:

	\$
2023	570,718
2024	103,311
2025	106,638
2026	324,765
	<u>1,105,432</u>

During the year, in accordance with the terms of its mortgage agreement, the Church made principal repayments in excess of monthly requirements for the mortgages. Based on the assumption that the mortgages are renewed when they come due at similar terms and rates, the estimated aggregate principal payments to be made in the year ending June 30, 2023 would be \$158,531.

**Grant Memorial Baptist Church Inc.**

Notes to Non-consolidated Financial Statements

June 30, 2022

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**8 Group RRSP**

The Church sponsors a voluntary defined contribution group RRSP for eligible employees. The Church currently matches participants' contributions up to a maximum of 5% of participants' earnings depending on length of service with the Church. Matching contributions of \$37,455 (2021 – \$32,497) have been expensed during the year and are included in salaries and benefits.

**9 Commitments and contingencies**

The Church is committed under operating leases for office equipment, with minimum lease payments over the next three years as follows:

	\$
2023	26,875
2024	15,404
2025	11,580

**10 Related party transactions**

Related party transactions with subsidiary organizations of the Church are included in the non-consolidated financial statements at the exchange amounts as follows:

	2022 \$	2021 \$
Current assets		
Due from Linden Christian School Inc.	63,428	124,715
Due from Lindenholtm Ministries Inc.	11,600	-
Current liabilities		
Due to related parties	175	70
Auxiliary services revenue		
Rent	183,048	183,048
Cost recovery		
Property costs	643,342	592,949
Café recovery	15,235	11,000

In addition, during the year the Church recovered \$34,801 (2021 – \$92,802) from Lindenholtm Ministries Inc. for interest on a loan that had previously been written off as it was deemed uncollectible.

## Grant Memorial Baptist Church Inc.

Notes to Non-consolidated Financial Statements

June 30, 2022

### 11 Non-consolidation of controlled organizations

The Church controls Linden Christian School Inc., Lindenhalm Ministries Inc. and Lindenlake Terrace Inc. by virtue of the fact that the members of the Board of Trustees of the Church are the only members of these organizations.

Linden Christian School Inc. operates an independent school for early years through senior years school-aged children on property owned by and in facilities attached to the Church. It is a not-for-profit organization, incorporated without share capital under The Corporations Act of Manitoba and is a tax-exempt registered charity under the Income Tax Act.

Lindenhalm Ministries Inc. owns, manages and maintains residential housing properties for seniors on property adjacent to the Church, which was formerly owned by the Church. It is a not-for-profit organization, incorporated without share capital under The Corporations Act of Manitoba and is tax exempt under the Income Tax Act.

Lindenlake Terrace Inc. manages and maintains residential housing properties for seniors through the acquisition of leasehold interests in a housing complex owned by Lindenhalm Ministries Inc. It is a not-for-profit organization, incorporated without share capital under The Corporations Act of Manitoba and is tax exempt under the Income Tax Act.

Linden Christian School Inc., Lindenhalm Ministries Inc. and Lindenlake Terrace Inc. have not been consolidated in the Church's non-consolidated financial statements. Financial statements of these organizations have been prepared and issued to their members. Financial summaries of these organizations as at their respective year-ends are as follows.

#### Linden Christian School Inc.

	2022 \$	2021 \$
<b>Financial position – as at June 30</b>		
Total assets	15,292,756	14,534,035
Total liabilities	5,220,033	5,363,679
Total fund balances	<u>10,072,723</u>	<u>9,170,356</u>
<b>Results of operations – for the year ended June 30</b>		
Total revenue	12,483,514	12,488,997
Total expenses	11,581,147	11,449,756
Excess of revenue for the year	<u>902,367</u>	<u>1,039,241</u>
<b>Cash flows – for the year ended June 30</b>		
Cash from operating activities	1,712,459	1,431,187
Cash used in financing and investing activities	(846,544)	(1,388,188)
Increase in cash	<u>865,915</u>	<u>42,999</u>

**Grant Memorial Baptist Church Inc.**

Notes to Non-consolidated Financial Statements

**June 30, 2022**

**Lindenholm Ministries Inc.**

	2021 \$	2020 \$
<b>Financial position – as at December 31</b>		
Total assets	1,758,314	1,537,011
Total liabilities	465,407	540,022
Fund balances	<u>1,292,907</u>	<u>996,989</u>
<b>Results of operations – for the year ended December 31</b>		
Total revenue	1,126,700	1,262,916
Total expenses	830,782	1,123,759
Excess of revenue for the year	<u>295,918</u>	<u>139,157</u>
<b>Cash flows – for the year ended December 31</b>		
Cash from (used in) operating activities	139,159	(105,560)
Cash from financing and investing activities	506,238	252,842
Increase in cash	<u>645,397</u>	<u>147,282</u>

**Lindenlake Terrace Inc.**

	2021 \$	2020 \$
<b>Financial position – as at December 31</b>		
Total assets	1,415,402	1,471,750
Total liabilities	1,223,740	1,347,228
Fund balances	<u>191,662</u>	<u>124,522</u>
<b>Results of operations – for the year ended December 31</b>		
Total revenue	394,109	381,781
Total expenses	326,969	370,848
Excess of revenue for the year	<u>67,140</u>	<u>10,933</u>
<b>Cash flows – for the year ended December 31</b>		
Cash from operating activities	95,215	56,793
Cash from (used in) financing and investing activities	(35,868)	35,449
Increase in cash	<u>59,347</u>	<u>92,242</u>

**Grant Memorial Baptist Church Inc.**

Notes to Non-consolidated Financial Statements

June 30, 2022

**12 Interfund transfer**

The interfund transfer is comprised of the following:

	2022 \$	2021 \$
Repayment of long-term debt	323,157	460,274
Purchase of capital assets	64,904	152,384
Interest on long-term debt	44,306	63,628
Less: Easement gain (note 5)	-	(306,169)
Less: Capital fund revenue	(16,702)	(1,200)
	415,665	368,917

**13 Financial instruments**

**Credit risk**

Credit risk is the risk one party to a financial instrument fails to discharge an obligation and causes financial loss to another party. It is management's opinion that the Church is not exposed to significant credit risk from financial instruments.

**Liquidity risk**

Liquidity risk is the risk the Church will not be able to meet its financial obligations associated with financial liabilities. The global economy has been negatively impacted by a novel coronavirus (COVID-19), which was declared a pandemic by the World Health Organization in March 2020. To address the challenges during the pandemic, the Church applied for government subsidies in the amount of \$84,987 (2021 – \$465,866) during the year, of which was fully collected during the year and \$nil was receivable at June 30, 2022 (2021 – \$31,130). Management expects the Church to be able to meet its financial obligations in the foreseeable future.

**Interest rate risk**

Interest rate risk refers to the adverse consequences of interest rate changes in the Church's cash flow. The Church is exposed to interest rate risk as its mortgages and line of credit facility bear interest at fixed rates.

**Grant Memorial Baptist Church Inc.**

Notes to Non-consolidated Financial Statements

**June 30, 2022**

**14 Sundry programs fund**

Activity includes the following:

	Balance – June 30, 2021 \$	Donation revenue \$	Program revenue \$	Expenses \$	Balance – June 30, 2022 \$
<b>Program activities</b>					
CD and resources	39	-	-	-	39
Choirs and music groups	6,635	100	402	-	7137
Chinese ministries	3,890	-	-	-	3,890
Fellowship fund	13,357	3,790	-	7,974	9,173
Library	106	-	76	182	-
Men's ministries	-	230	315	275	270
Seniors' ministries	525	-	-	-	525
Spring lectureship	754	-	-	754	-
Women's ministries	3,105	120	1	285	2,942
Young adults	2,133	-	1,718	3,459	392
Youth	150	-	240	55	335
	<u>30,694</u>	<u>4,240</u>	<u>2,752</u>	<u>12,984</u>	<u>24,703</u>
<b>Mission activities</b>					
Mission projects	61,742	272,604	4,170	276,765	61,751
World missions	26,501	3,725	-	24	30,202
Youth trip	167	-	-	-	167
	<u>88,410</u>	<u>276,329</u>	<u>4,170</u>	<u>276,789</u>	<u>92,120</u>
	<u>119,104</u>	<u>280,569</u>	<u>6,922</u>	<u>289,773</u>	<u>116,823</u>

**Grant Memorial Baptist Church Inc.**

Notes to Non-consolidated Financial Statements

**June 30, 2022**

**15 Auxiliary service operations**

Activity includes the following:

			2022	2021
	Café \$	Property rentals \$	Total \$	Total \$
<b>Revenue</b>				
Sales and services	50,469	-	50,469	-
Internal rentals	-	183,048	183,048	183,048
External rentals	-	6,536	6,536	11,040
	50,469	189,584	240,053	194,088
<b>Direct expenses</b>				
Purchased services and supplies	88,221	6,537	94,758	51,245
Office and promotion	269	-	269	731
Café recovery (note 10)	(15,235)	-	(15,235)	(11,000)
	73,255	6,537	79,792	40,976
<b>Excess of revenue (expenses)</b>	<b>(22,786)</b>	<b>183,047</b>	<b>160,261</b>	<b>153,112</b>

Suggested revisions GMBC 2022± Bylaw Amendments

Section	May 3 Draft	Section	Suggested Amendments	Comments
BY-LAWS	GRANT MEMORIAL BAPTIST CHURCH INC.	BY-LAWS	GRANT MEMORIAL BAPTIST CHURCH INC.	<p><u>General Comment:</u>  <u>Bylaws should address Elders/Council as well as Trustees, so the members see the whole picture.</u></p>
BY-LAWS	Grant Memorial Baptist Church Inc. 877 Wilkes Avenue Winnipeg, MB, R3P 1B8 Passed and enacted on October 28th, 2020	Grant Memorial Baptist Church Inc. 877 Wilkes Avenue Winnipeg, MB, R3P 1B8 Passed and enacted on October 28th, 2020	ARTICLE I: DEFINITIONS 1	ARTICLE I: DEFINITIONS 1

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<p>ARTICLE I DEFINITIONS</p> <p>1.01 Definitions The following words and terms shall have the following meanings.</p> <p>(a) "Act" shall mean The Corporations Act, as amended from time to time, being Chapter C225 in the Continuing Consolidation of the Statutes of Manitoba, or any act that may be substituted therefore.</p> <p>(b) "Articles" shall mean the Articles of Continuance of Grant Memorial Baptist Church Inc. issued by the Manitoba Companies Office dated June 3, 2009, and any amendments thereto from time to time.</p> <p>(c) "Church" shall mean Grant Memorial Baptist Church Inc.</p> <p>(d) "Consensus" shall mean, with regard to Meetings of the Board of Trustees, a decision arrived at as a result of a fair and open discussion where no Trustee who is entitled to vote at the Meeting objects to the matter at issue.</p>	<p>ARTICLE I DEFINITIONS</p> <p>1.01 Definitions The following words and terms shall have the following meanings.</p> <p>(a) <del>(a)</del> "Act" shall mean The Corporations Act, as amended from time to time, being Chapter C225 in the Continuing Consolidation of the Statutes of Manitoba, or any act that may be substituted therefore.</p> <p>(b) <del>(b)</del> "Articles" shall mean the Articles of Continuance of Grant Memorial Baptist Church Inc. issued by the Manitoba Companies Office dated June 3, 2009, and any amendments thereto from time to time.</p> <p><del>(c)</del> "Board" shall mean the Board of Trustees of Grant Memorial Baptist Church.</p> <p>(d) <del>(c)</del> "Church" shall mean Grant Memorial Baptist Church Inc.</p> <p>(e) <del>(d)</del> "Consensus" shall mean, with regard to Meetings of the Board of Trustees, a decision arrived at as a result of a fair and open discussion where no Trustee who is entitled to vote at the Meeting <del>objects</del> <u>will not support the decision regarding to the matter at issue</u> and there are no outstanding concerns sufficient to withhold support for a decision even it is not the preferred approach/choice for some.</p>	<p>1.01 (e) Consensus is only reached when all participants are prepared to move forward with a decision – support it for the good of the organization – even if it is not their preferred approach.</p>
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<p>(e) "Elders" shall mean the spiritual leaders of the Church as affirmed by the Membership, as defined in the most recent edition of the Elder Council Mandate.</p> <p>(f) "Majority" shall mean more than fifty percent (50%).</p> <p>(g) "Special Resolution" shall mean a Resolution passed by a majority of not less than two-thirds (2/3) of the votes cast on that Resolution.</p>	<p>(f) "Council" shall mean the Council of Elders of Grant Memorial Baptist Church, as defined in the most recent edition of the Elder Council Mandate and comprised of some or all of the elders of the Church.</p> <p><del>(f)</del> <u>(g)(e)</u> "Elders" shall mean the spiritual leaders of the Church as affirmed by the Membership, some or all of whom may comprise the Council, as defined in the most recent edition of the Elder Council Mandate.</p> <p>(h) "Executive Team" means the staff leadership unit comprised of the Teaching and Ministry pastors and the Director of Operations.</p> <p>(i) "Majority" shall mean more than fifty percent (50%).</p> <p><del>(f)</del> <u>(j)</u> "Majority" shall mean more than fifty percent (50%).</p> <p>(i) "Quorum" shall mean the number of members required to make a Members, Board or Council decision.</p> <p>(k) "Special Resolution" shall mean a Resolution requiring a majority of not less than two-thirds (2/3) of the votes cast on that Resolution.</p> <p><del>(j)</del> <u>(k)</u> <del>(g)</del> "Special Resolution" shall mean a Resolution passed by a majority of not less than two-thirds (2/3) of the votes cast on that Resolution.</p>	<p>(f) To make clear at the outset there is a distinction between the Board of Trustees and the Council of Elders.</p> <p><u>(g)</u> It may be that some of the elders are not on, or are not voting members of the Council.</p> <p><u>(i)</u> For clarity</p> <p><u>(k)</u> "passed by" would only apply after the fact. The point of a special resolution is that it needs 2/3 vote to be passed, or it dies. The way it read, it could be passed by majority, then not referred to as a special resolution.</p>
<p>1.02 Interpretation</p>	<p>1.02 Interpretation</p>	

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<p>Words and expressions not defined in these By-Laws shall have the same meaning as ascribed by the Act, unless required otherwise by the context. Words importing the singular number shall include the plural and vice versa and words importing gender shall include the masculine, feminine and neuter genders.</p>	<p>Words and expressions not defined in these By-Laws shall have the same meaning as ascribed by the Act, unless required otherwise by the context. Words importing the singular number shall include the plural and vice versa and words importing gender shall include the masculine, feminine and neuter genders.</p>
<p>ARTICLE II STATEMENT OF FAITH</p>	<p>ARTICLE II STATEMENT OF FAITH</p>
<p>2.01 The Word of God We believe that the Bible is the revealed Word of God, fully and verbally inspired, written under the direction of the Holy Spirit. We believe it is without error in the original manuscripts and is true and trustworthy in all that it asserts. It has supreme authority in all matters of faith and conduct. Deut 29:29; 2 Tim 3:16-17; 2 Pet 1:20-21; 1 Sam 15:29; Ps 19:7-11, 119:130; Rom 15:4; Josh 1:8; Deut 6:6-7; John 8:31-32, 19:35, 20:31; Heb 4:12</p>	<p>2.01 The Word of God We believe that the Bible is the revealed Word of God, fully and verbally inspired, written under the direction of the Holy Spirit. We believe it is without error in the original manuscripts and is true and trustworthy in all that it asserts. It has supreme authority in all matters of faith and conduct. Deut 29:29; 2 Tim 3:16-17; 2 Pet 1:20-21; 1 Sam 15:29; Ps 19:7-11, 119:130; Rom 15:4; Josh 1:8; Deut 6:6-7; John 8:31-32, 19:35, 20:31; Heb 4:12</p>
<p>2.02 The Trinity We believe that there is one living and true God, eternally existing in three persons—Father, Son, and Holy Spirit—that these are equal in every divine perfection, and that they execute distinct but harmonious offices in the work of creation, providence, and redemption. Deut 6:4; Isa 44:6; Gen 1:1-2; Rom 1:20; John 1:1-3, 10:30; 1 Cor 8:6; 2 Cor 13:14; Col 1:15, 2:9; Luke 1:35;</p>	<p>2.02 The Trinity We believe that there is one living and true God, eternally existing in three persons—Father, Son, and Holy Spirit—that these are equal in every divine perfection, and that they execute distinct but harmonious offices in the work of creation, providence, and redemption. Deut 6:4; Isa 44:6; Gen 1:1-2; Rom 1:20; John 1:1-3, 10:30; 1 Cor 8:6; 2 Cor 13:14; Col 1:15, 2:9; Luke 1:35;</p>

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<p>Matt 3:16-17, 28:19; 1 Pet 1:2; John 14:16-17, 16:13-15; Eph 4:4-6</p> <p>2.03 God the Father</p> <p>We believe in God, the Father, an infinite, personal spirit, perfect in holiness, wisdom, power, and love. We believe that He concerns Himself mercifully in the affairs of each person, that He hears and answers prayer, and that He saves from sin and death all who come to Him through Jesus Christ.</p> <p>Rom 11:33-36; 1 Tim 6:15-16; Isa 6:3; Dan 7:9-10; Matt 23:9; Eph 1:3,17-19; John 1:18, 4:24; 1 Pet 1:3; Rom 1:7; 1 Tim 1:1-2, 2:1-6; Jer 33:3; Phil 4:6-7; Luke 10:21-22; John 3:16, 6:40; Eph 2:4-6</p>	<p>Matt 3:16-17, 28:19; 1 Pet 1:2; John 14:16-17, 16:13-15; Eph 4:4-6</p> <p>2.03 God the Father</p> <p>We believe in God, the Father, an infinite, personal spirit, perfect in holiness, wisdom, power, and love. We believe that He concerns Himself mercifully in the affairs of each person, that He hears and answers prayer, and that He saves from sin and death all who come to Him through Jesus Christ.</p> <p>Rom 11:33-36; 1 Tim 6:15-16; Isa 6:3; Dan 7:9-10; Matt 23:9; Eph 1:3,17-19; John 1:18, 4:24; 1 Pet 1:3; Rom 1:7; 1 Tim 1:1-2, 2:1-6; Jer 33:3; Phil 4:6-7; Luke 10:21-22; John 3:16, 6:40; Eph 2:4-6</p>
<p>2.04 God the Son</p> <p>We believe in Jesus Christ, existing eternally as God's Son. In His incarnation, He was conceived by the Holy Spirit, born of a virgin, led a sinless life, performed miracles, and taught with authority. We believe in his substitutionary atoning death, bodily resurrection, ascension into heaven, perpetual intercession for His people, and personal visible return to earth. We believe that he was fully God and fully human.</p> <p>John 1:1, 14, 18, 8:58; Rev 1:4, 17-18, 22:13; Dan 7:13-14; Matt 1:18-25; Luke 1:26-38; Heb 4:25; 1 Pet 2:21-23; Acts 2:22; John 3:2, 20:30-31; Mark 1:27; Matt 7:28-29; Isa 53:5; 2 Cor 5:21; Matt 20:28; Rom 5:6-8; Mark 16:6; Matt 28:5-6; Rom 6:9-10; 1 Tim 3:16; Acts 1:9; Heb 1:3; Eph</p>	<p>2.04 God the Son</p> <p>We believe in Jesus Christ, existing eternally as God's Son. In His incarnation, He was conceived by the Holy Spirit, born of a virgin, led a sinless life, performed miracles, and taught with authority. We believe in his substitutionary atoning death, bodily resurrection, ascension into heaven, perpetual intercession for His people, and personal visible return to earth. We believe that he was fully God and fully human.</p> <p>John 1:1, 14, 18, 8:58; Rev 1:4, 17-18, 22:13; Dan 7:13-14; Matt 1:18-25; Luke 1:26-38; Heb 4:25; 1 Pet 2:21-23; Acts 2:22; John 3:2, 20:30-31; Mark 1:27; Matt 7:28-29; Isa 53:5; 2 Cor 5:21; Matt 20:28; Rom 5:6-8; Mark 16:6; Matt 28:5-6; Rom 6:9-10; 1 Tim 3:16; Acts 1:9; Heb 1:3; Eph</p>

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<p>1:20-21; 1 John 2:1; Rom 8:34; Heb 7:25, 9:28; Acts 1:11; Rev 1:5-7, 20:20; John 20:28; Phil 2:6-11; Heb 2:14-18</p> <p>2.05 God the Holy Spirit We believe in the Holy Spirit, who was sent by the Father and Son to convict the world of sin, righteousness, and judgment, and to regenerate, sanctify, and empower all who believe in Jesus Christ. We believe that the Holy Spirit indwells every believer in Christ and that He is an abiding helper, teacher, and guide. John 14:16-17, 26, 15:26, 16:7-16; Matt 3:11; John 3:5, 6:63; Rom 8:2; Tit 3:5-6; 1 Cor 6:11; 1 Pet 1:2; 2 Thes 2:13; Rom 8:11-14, 26-27; Acts 1:8; Gal 5:22-25; 1 John 4:13; Rom 8:9; 1 Cor 2:10-16, 3:16, 6:19; John 14:26</p> <p>2.06 Angels We believe that angels are a distinct order of created spiritual beings; that they can appear in human form; that good angels minister to human beings and serve God as special messengers; that Satan, a fallen angel, and his evil angels (i.e. demons) whom he leads, exercise great but limited evil power in the world, and will suffer final defeat at the hands of the Lord Jesus Christ. Ps 148:2; Isa 6:2-3; 2 Kings 6:15-17; Neh 9:6; Luke 1:11-13, 2:8-15; Dan 10:5-6, 12-14; Heb 1:14, 13:2; Gen 3:1-6, 15; Luke 10:18; 2 Pet 2:4; Jude 1:6; Eph 6:12; 1 John 4:4, 5:18-19; Rev 20:1-10; Matt 25:41</p>	<p>1:20-21; 1 John 2:1; Rom 8:34; Heb 7:25, 9:28; Acts 1:11; Rev 1:5-7, 20:20; John 20:28; Phil 2:6-11; Heb 2:14-18</p> <p>2.05 God the Holy Spirit We believe in the Holy Spirit, who was sent by the Father and Son to convict the world of sin, righteousness, and judgment, and to regenerate, sanctify, and empower all who believe in Jesus Christ. We believe that the Holy Spirit indwells every believer in Christ and that He is an abiding helper, teacher, and guide. John 14:16-17, 26, 15:26, 16:7-16; Matt 3:11; John 3:5, 6:63; Rom 8:2; Tit 3:5-6; 1 Cor 6:11; 1 Pet 1:2; 2 Thes 2:13; Rom 8:11-14, 26-27; Acts 1:8; Gal 5:22-25; 1 John 4:13; Rom 8:9; 1 Cor 2:10-16, 3:16, 6:19; John 14:26</p> <p>2.06 Angels We believe that angels are a distinct order of created spiritual beings; that they can appear in human form; that good angels minister to human beings and serve God as special messengers; that Satan, a fallen angel, and his evil angels (i.e. demons) whom he leads, exercise great but limited evil power in the world, and will suffer final defeat at the hands of the Lord Jesus Christ. Ps 148:2; Isa 6:2-3; 2 Kings 6:15-17; Neh 9:6; Luke 1:11-13, 2:8-15; Dan 10:5-6, 12-14; Heb 1:14, 13:2; Gen 3:1-6, 15; Luke 10:18; 2 Pet 2:4; Jude 1:6; Eph 6:12; 1 John 4:4, 5:18-19; Rev 20:1-10; Matt 25:41</p>

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<p>2.07 Creation We believe the Triune God created everything—both physical and spiritual—out of nothing. We believe God created human beings, male and female, in His own image and likeness and therefore with unique, intrinsic worth from conception to natural death. Gen 1; John 1:1-3; Col 1:16-17; Heb 1:2; Job 38-41; Ps 104; Acts 17:24-26; Heb 11:3; Rev 4:11; Rom 11:36; Gen 1:26-27, 5:1-2; Ps 139:13-16; Gen 9:6</p>	<p>2.07 Creation We believe the Triune God created everything—both physical and spiritual—out of nothing. We believe God created human beings, male and female, in His own image and likeness and therefore with unique, intrinsic worth from conception to natural death. Gen 1; John 1:1-3; Col 1:16-17; Heb 1:2; Job 38-41; Ps 104; Acts 17:24-26; Heb 11:3; Rev 4:11; Rom 11:36; Gen 1:26-27, 5:1-2; Ps 139:13-16; Gen 9:6</p>	<p>2.07 Creation We believe the Triune God created everything—both physical and spiritual—out of nothing. We believe God created human beings, male and female, in His own image and likeness and therefore with unique, intrinsic worth from conception to natural death. Gen 1; John 1:1-3; Col 1:16-17; Heb 1:2; Job 38-41; Ps 104; Acts 17:24-26; Heb 11:3; Rev 4:11; Rom 11:36; Gen 1:26-27, 5:1-2; Ps 139:13-16; Gen 9:6</p>
<p>2.08 Humanity We believe Adam and Eve experienced perfect relationship with their Creator and were appointed stewards of God’s good creation. We believe they sinned by choosing to disobey God. Adam’s rebellion rendered all people sinful in every respect, incapable of achieving God’s standard of good, and thereby brought death to the human race. Gen 1:28-31, 2:8-9, 15-25, 3:1-24, 6:5; Rom 3:9-12, 5:12; 1 Cor 15:21-22; Rom 6:16; 2 Chron 6:36a; 1 John 1:8, 10; Mark 7:21-23; John 3:19; Ecc 9:3; Jer 13:23; Rom 8:7; Ps 51:5, 58:3; Gen 8:21; Col 1:21; Gal 6:7-8; Rom 6:23; James 1:15; Ezek 18:4; Rev 21:8</p>	<p>2.08 Humanity We believe Adam and Eve experienced perfect relationship with their Creator and were appointed stewards of God’s good creation. We believe they sinned by choosing to disobey God. Adam’s rebellion rendered all people sinful in every respect, incapable of achieving God’s standard of good, and thereby brought death to the human race. Gen 1:28-31, 2:8-9, 15-25, 3:1-24, 6:5; Rom 3:9-12, 5:12; 1 Cor 15:21-22; Rom 6:16; 2 Chron 6:36a; 1 John 1:8, 10; Mark 7:21-23; John 3:19; Ecc 9:3; Jer 13:23; Rom 8:7; Ps 51:5, 58:3; Gen 8:21; Col 1:21; Gal 6:7-8; Rom 6:23; James 1:15; Ezek 18:4; Rev 21:8</p>	<p>2.08 Humanity We believe Adam and Eve experienced perfect relationship with their Creator and were appointed stewards of God’s good creation. We believe they sinned by choosing to disobey God. Adam’s rebellion rendered all people sinful in every respect, incapable of achieving God’s standard of good, and thereby brought death to the human race. Gen 1:28-31, 2:8-9, 15-25, 3:1-24, 6:5; Rom 3:9-12, 5:12; 1 Cor 15:21-22; Rom 6:16; 2 Chron 6:36a; 1 John 1:8, 10; Mark 7:21-23; John 3:19; Ecc 9:3; Jer 13:23; Rom 8:7; Ps 51:5, 58:3; Gen 8:21; Col 1:21; Gal 6:7-8; Rom 6:23; James 1:15; Ezek 18:4; Rev 21:8</p>
<p>2.09 Regeneration We believe that all people are sinners by nature and by choice and are, therefore, under condemnation. We</p>	<p>2.09 Regeneration We believe that all people are sinners by nature and by choice and are, therefore, under condemnation. We</p>	<p>2.09 Regeneration We believe that all people are sinners by nature and by choice and are, therefore, under condemnation. We believe that those who repent of their sins and trust Jesus Christ as Saviour are regenerated by the Holy Spirit, who enters each believer’s life at the time of their salvation,</p>

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<p>makes them a new creation —although the old nature is not eradicated before death—and secures them until they arrive in Heaven.</p> <p>Ps 14:1-3; James 1:14; Jer 17:9; Ecc 2:11; Rom 3:19, 23, 9:22; 2 Thes 1:9; Rev 20:10, 14-15; John 3:14, 5:24, 8:12, 10:26; Prov 28:13; Acts 2:38, 3:19, 11:18; 17:30-31; 20:21; Ps 51:7; Rom 3:23-24, 5:19; 1 John 1:9; Rom 8:1-2; 2 Cor 5:17; John 1:13, 3:16, 6:39; 1 Peter 1:4-5; Eph 1:13-14</p> <p>2.10 The Church</p> <p>We believe in the universal church, the living spiritual body of which Christ is the Head and all regenerated persons are members. We believe in the local church, consisting of a community of believers in Jesus Christ, baptized on a credible profession of faith, and associated for worship, ministry, and fellowship. We believe that the mission of the church is to edify believers in order to bring the good news of Jesus Christ into our lost world.</p> <p>1 Cor 12:12, 27; Eph 1:22-23, 2:19-22, 4:11-16, 5:19-21, 23, 25-27, 29-32; Acts 2:41-47; Heb 10:23-25; Acts 1:8; Matt 28:18-20</p> <p>2.11 Ordinances</p> <p>We believe that the Lord Jesus Christ has committed two ordinances to the local church: baptism and the Lord's Supper. We believe in Christian baptism as the immersion of a believer in water in the name of the triune God. Baptism is a public witness to the believer's spiritual baptism by which the Holy Spirit places him or her in union with Christ in His death, burial and resurrection. We believe that the Lord's Supper was instituted by Christ in order to remember His death. We believe that these</p>	<p>believe that those who repent of their sins and trust Jesus Christ as Saviour are regenerated by the Holy Spirit, who enters each believer's life at the time of their salvation, makes them a new creation—although the old nature is not eradicated before death—and secures them until they arrive in Heaven.</p> <p>Ps 14:1-3; James 1:14; Jer 17:9; Ecc 2:11; Rom 3:19, 23, 9:22; 2 Thes 1:9; Rev 20:10, 14-15; John 3:14, 5:24, 8:12, 10:26; Prov 28:13; Acts 2:38, 3:19, 11:18; 17:30-31; 20:21; Ps 51:7; Rom 3:23-24, 5:19; 1 John 1:9; Rom 8:1-2; 2 Cor 5:17; John 1:13, 3:16, 6:39; 1 Peter 1:4-5; Eph 1:13-14</p> <p>2.10 The Church</p> <p>We believe in the universal church, the living spiritual body of which Christ is the Head and all regenerated persons are members. We believe in the local church, consisting of a community of believers in Jesus Christ, baptized on a credible profession of faith, and associated for worship, ministry, and fellowship. We believe that the mission of the church is to edify believers in order to bring the good news of Jesus Christ into our lost world.</p> <p>1 Cor 12:12, 27; Eph 1:22-23, 2:19-22, 4:11-16, 5:19-21, 23, 25-27, 29-32; Acts 2:41-47; Heb 10:23-25; Acts 1:8; Matt 28:18-20</p> <p>2.11 Ordinances</p> <p>We believe that the Lord Jesus Christ has committed two ordinances to the local church: baptism and the Lord's Supper. We believe in Christian baptism as the immersion of a believer in water in the name of the triune God. Baptism is a public witness to the believer's spiritual</p>

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<p>two ordinances should be observed and celebrated until the return of the Lord Jesus Christ. Matt 28:19; Acts 2:38, 8:12; 10:48; Gal 3:26-27; Rom 6:3-5; Matt 28:26-28; Mark 14:22-24; Luke 22:19-20; Jer 31:31; John 6:51, 53-54; 1 Cor 11:23-26</p> <p>2.12 Christian Conduct We believe that Christians should live for the glory of God and the well-being of others; that their conduct should be a good testimony before the world; that they should be faithful stewards of their possessions; and that they should seek to realize for themselves and others the full stature of maturity in Christ. 1 Cor 10:31; 1 Pet 2:11-17, 3:8, 4:1-11; Rom 12:1-3; John 14:15, 23-24; 1 John 2:3-6; 2 Cor 9:6-9; 1 Cor 4:2; Col 1:9-11, 3:15-17; Heb 12:1-2; Rom 14:19; 1 Thes 5:11; Eph 4:15-16, 29</p> <p>2.13 Marriage &amp; Family We believe the Bible teaches that marriage refers to the covenant relationship between one biological man and one biological woman, as instituted by God in the beginning, to the exclusion of all others. We affirm the family as the basic unit of society and seek to preserve the integrity of the family and its stability. Gen 2:23-24; Matt 19:4-6; Mark 10:6-9; 1 Cor 7:2-6, 10-11; 1 Tim 3:2, 12; Tit 1:6; Rom 1:26-32; Lev 18:22; 1 Cor 6:9-10; Ps 127:3, 128:1-4; Prov 22:6; Deut 6:6-7; Col 3:18-21; Eph 5:33-6:4; Deut 5:16</p> <p>2.14 Religious Freedom</p>	<p>baptism by which the Holy Spirit places him or her in union with Christ in His death, burial and resurrection. We believe that the Lord's Supper was instituted by Christ in order to remember His death. We believe that these two ordinances should be observed and celebrated until the return of the Lord Jesus Christ. Matt 28:19; Acts 2:38, 8:12; 10:48; Gal 3:26-27; Rom 6:3-5; Matt 28:26-28; Mark 14:22-24; Luke 22:19-20; Jer 31:31; John 6:51, 53-54; 1 Cor 11:23-26</p> <p>2.12 Christian Conduct We believe that Christians should live for the glory of God and the well-being of others; that their conduct should be a good testimony before the world; that they should be faithful stewards of their possessions; and that they should seek to realize for themselves and others the full stature of maturity in Christ. 1 Cor 10:31; 1 Pet 2:11-17, 3:8, 4:1-11; Rom 12:1-3; John 14:15, 23-24; 1 John 2:3-6; 2 Cor 9:6-9; 1 Cor 4:2; Col 1:9-11, 3:15-17; Heb 12:1-2; Rom 14:19; 1 Thes 5:11; Eph 4:15-16, 29</p> <p>2.13 Marriage &amp; Family We believe the Bible teaches that marriage refers to the covenant relationship between one biological man and one biological woman, as instituted by God in the beginning, to the exclusion of all others. We affirm the family as the basic unit of society and seek to preserve the integrity of the family and its stability.</p>

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<p>We believe that every person is directly responsible to God. Believers should be free to covenant together in autonomous congregations without undue interference from any ecclesiastical or government authority. While respecting the authority of government, we affirm the responsibility of the church to speak into the public forum. In matters of disagreement between Scripture and government, we believe we must obey God.</p> <p>Rom 3:19, 14:7-9, 12; 2 Cor 5:10; Matt 16:24-27; Rom 13:1-7; 1 Tim 2:1-3; Tit 3:1-2; 1 Pet 2:13-17; Jer 29:7; Phil 2:9-11, 3:20; Acts 4:19-20, 5:29, 17:11; 24:10-26; Ex 1:17; Dan 2:20-21, 3:1-30, 6:1-28; Rev 2:10</p> <p>2.15 Church Cooperation</p> <p>We believe that local churches can best promote the cause of Jesus Christ by cooperating with one another in an association of likeminded congregations. They may likewise cooperate with inter- denominational fellowships on a voluntary, independent basis, provided that the Gospel is not compromised.</p> <p>Ps 133:1; Phil 1:5, 7, 27, 2:1-2; Rom 16:1-16; Acts 15:36, 41, 16:5; Rom 1:11-12, 12:13; 1 Cor 16:1; 2 Cor 8:1-4; Rev 1:4, 10-11; Gal 1:1-3; 1 Pet 1:1-2; Rom 14:1, 4, 10; 2 Cor 6:14-16</p> <p>2.16 Last Things</p> <p>We believe in the rapture of the Church, the personal and visible return of the Lord Jesus Christ to earth and the establishment of His kingdom. We believe in the resurrection of the body, the final judgment, the endless suffering of the unbeliever in Hell and the eternal joy of the believer in the presence of God.</p>	<p>Gen 2:23-24; Matt 19:4-6; Mark 10:6-9; 1 Cor 7:2-6, 10-11; 1 Tim 3:2, 12; Tit 1:6; Rom 1:26-32; Lev 18:22; 1 Cor 6:9-10; Ps 127:3, 128:1-4; Prov 22:6; Deut 6:6-7; Col 3:18-21; Eph 5:33-6:4; Deut 5:16</p> <p>2.14 Religious Freedom</p> <p>We believe that every person is directly responsible to God. Believers should be free to covenant together in autonomous congregations without undue interference from any ecclesiastical or government authority. While respecting the authority of government, we affirm the responsibility of the church to speak into the public forum. In matters of disagreement between Scripture and government, we believe we must obey God.</p> <p>Rom 3:19, 14:7-9, 12; 2 Cor 5:10; Matt 16:24-27; Rom 13:1-7; 1 Tim 2:1-3; Tit 3:1-2; 1 Pet 2:13-17; Jer 29:7; Phil 2:9-11, 3:20; Acts 4:19-20, 5:29, 17:11; 24:10-26; Ex 1:17; Dan 2:20-21, 3:1-30, 6:1-28; Rev 2:10</p> <p>2.15 Church Cooperation</p> <p>We believe that local churches can best promote the cause of Jesus Christ by cooperating with one another in an association of likeminded congregations. They may likewise cooperate with inter- denominational fellowships on a voluntary, independent basis, provided that the Gospel is not compromised.</p> <p>Ps 133:1; Phil 1:5, 7, 27, 2:1-2; Rom 16:1-16; Acts 15:36, 41, 16:5; Rom 1:11-12, 12:13; 1 Cor 16:1; 2 Cor 8:1-4; Rev 1:4, 10-11; Gal 1:1-3; 1 Pet 1:1-2; Rom 14:1, 4, 10; 2 Cor 6:14-16</p>
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<p>Acts 1:11; Matt 16:27; Mark 14:62; Dan 7:13-14; Rev 1:7; Tit 2:13; Phil 3:20; Luke 1:33; Isa 9:6-7, 11:3-9, 52:13-15; 1 Thes 4:14-17; 2 Tim 4:1; 1 Cor 4:5, 15:23-28, 35-57; 2 Pet 3:7; Isa 66:15-16, 22-24; 2 Thes 1:7-10; Rev 20:4-6, 11-15; Matt 25:46; Dan 7:9-10; 2 Pet 3:7; Heb 12:22-28; Rom 8:21; 2 Pet 3:10-13; John 14:3; Rev 21:1-22:5</p>	<p>2.16 Last Things We believe in the rapture of the Church, the personal and visible return of the Lord Jesus Christ to earth and the establishment of His kingdom. We believe in the resurrection of the body, the final judgment, the endless suffering of the unbeliever in Hell and the eternal joy of the believer in the presence of God. Acts 1:11; Matt 16:27; Mark 14:62; Dan 7:13-14; Rev 1:7; Tit 2:13; Phil 3:20; Luke 1:33; Isa 9:6-7, 11:3-9, 52:13-15; 1 Thes 4:14-17; 2 Tim 4:1; 1 Cor 4:5, 15:23-28, 35-57; 2 Pet 3:7; Isa 66:15-16, 22-24; 2 Thes 1:7-10; Rev 20:4-6, 11-15; Matt 25:46; Dan 7:9-10; 2 Pet 3:7; Heb 12:22-28; Rom 8:21; 2 Pet 3:10-13; John 14:3; Rev 21:1-22:5</p>
<p>ARTICLE III PURPOSES AND PHILOSOPHY</p>	<p>ARTICLE III PURPOSES AND PHILOSOPHY</p>
<p>3.01 Purposes The Church's purposes are as follows:</p>	<p>3.01 Purposes The Church's purposes are as follows:</p>
<p>(a) The worship of Almighty God as revealed through the Bible;</p>	<p>(a) The worship of Almighty God as revealed through the Bible;</p>
<p>(b) The fellowship of Christian believers;</p>	<p>(b) The fellowship of Christian believers;</p>
<p>(c) The preaching of the Gospel of Jesus Christ unto salvation of the lost at home and abroad;</p>	<p>(c) The preaching of the Gospel of Jesus Christ unto salvation of the lost at home and abroad;</p>
<p>(d) The teaching and training of Christian believers in the development of a consistent Christian character and personal ministry;</p>	<p>(d) The teaching and training of Christian believers in the development of a consistent Christian character and personal ministry;</p>
<p>(e) The equipping and supplying of Christian believers to assist them in their personal and joint ministries; and,</p>	<p>(e) The equipping and supplying of Christian believers to assist them in their personal and joint ministries; and,</p>

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<p>(f) To do all such things as are incidental or conducive to the attainment of the above as the Church may deem necessary from time to time.</p> <p>3.02 Philosophy The Church’s philosophy of ministry is to equip and edify believers to the end that they multiply, unite and mature in their Christian faith (Ephesians 4:11-13).</p>	<p>(f) To do all such things as are incidental or conducive to the attainment of the above as the Church may deem necessary from time to time.</p> <p>3.02 Philosophy The Church’s philosophy of ministry is to equip and edify believers to the end that they multiply, unite and mature in their Christian faith (Ephesians 4:11-13). <u>To this end, the Mission statement: “Gather, Grow, Go – all for the glory of God” has been adopted</u></p>	<p>3.02 Incorporating the words “Gather, Grow, Go” into section to make the connection between vision and this document on how to organize ourselves to achieve the mission</p>
<p>ARTICLE IV MEMBERSHIP</p> <p>4.01 Membership In order to qualify for Membership in the Church, a person shall:</p> <p>(a) Express faith in Jesus Christ as their personal Saviour and Lord;</p> <p>(b) Have been baptized by immersion upon the public confession of their faith in Jesus Christ as their personal Saviour and Lord;</p> <p>(c) Express full acceptance of the Statement of Faith as set forth in these By-Laws;</p> <p>(d) Express agreement to abide by these By-Laws; and,</p> <p>(e) Attend an orientation class designed to ensure their understanding of the Statement of Faith, these By-</p>	<p>ARTICLE IV MEMBERSHIP</p> <p>4.01 Membership In order to qualify for Membership in the Church, a person shall:</p> <p>(a) Express faith in Jesus Christ as their personal Saviour and Lord;</p> <p>(b) Have been baptized by immersion upon the public confession of their faith in Jesus Christ as their personal Saviour and Lord;</p> <p>(c) Express full acceptance of the Statement of Faith as set forth in these By-Laws;</p> <p>(d) Express agreement to abide by these By-Laws; and,</p> <p>(e) Attend an orientation class designed to ensure their understanding of the Statement of Faith, these By-</p>	<p>4.01 (e) 1Cor.1:10; Hebrews 13:17</p>

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<p>(d) Express agreement to abide by these By-Laws; and,</p> <p>(e) Attend an orientation class designed to ensure their understanding of the Statement of Faith, these By-Laws and their responsibilities and privileges upon becoming a Member.</p>	<p>Laws and their responsibilities and privileges upon becoming a Member, <u>including a commitment to strive for unity of the body and respect for duly appointed leadership.</u></p>	
<p>4.02 Non-immersion Baptism</p> <p>Notwithstanding Section 4.01(b), a person who has been previously baptized as a professing believer in another recognized evangelical church by sprinkling or pouring may qualify for Membership in the Church upon the recommendation of the Board of Trustees provided that the person agrees to:</p> <p>(a) Endorse the practice of immersion as the Biblical model of believers' baptism; and,</p> <p>(b) Teach immersion as the Biblical model of believers' baptism.</p>	<p>4.02 Non-immersion Baptism</p> <p>Notwithstanding Section 4.01(b), a person who has been previously baptized as a professing believer in another recognized evangelical church by sprinkling or pouring may qualify for Membership in the Church upon the recommendation of the Board of Trustees provided that the person agrees to:</p> <p>(a) Endorse the practice of immersion as the Biblical model of believers' baptism; and,</p> <p>(b) Teach immersion as the Biblical model of believers' baptism.</p>	
<p>4.03 Interview</p> <p>A person that meets the qualifications for Membership in the Church shall be interviewed by at least one (1) Elder, at least one (1) Trustee and at least one (1) Member to confirm that the person meets the Membership qualifications.</p> <p>4.04 Board of Trustees Approval</p> <p>Upon recommendation to the Board of Trustees by those who conducted the interview, and upon Majority affirmative vote of the Board of Trustees, a person shall be admitted into the Membership of the Church</p>	<p>4.03 Interview</p> <p>A person that meets the qualifications for Membership in the Church shall be interviewed by at least one (1) Elder, at least one (1) Trustee and at least one (1) Member to confirm that the person meets the Membership qualifications.</p> <p>4.04 Board of Trustees Approval</p> <p>Upon recommendation to the Board of Trustees by those who conducted the interview, and upon Majority affirmative vote of the Board of Trustees, a person shall be admitted into the Membership of the Church</p>	
<p>4.05 Introduction</p>	<p>4.05 Introduction</p>	

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<p>affirmative vote of the Board of Trustees, a person shall be admitted into the Membership of the Church</p> <p>4.05 Introduction</p> <p>As soon as reasonably practical after being granted Membership, new Members shall be introduced and welcomed into the membership of the Church at a worship service that includes the Lord's Supper or a baptism as part of the order of service.</p> <p>4.06 Not Transferable</p> <p>Membership in the Church shall not be transferrable, neither from one person to another, nor to or from the Church to another church.</p> <p>4.07 Privileges and Responsibilities</p> <p>(a) Voting and Holding Office: Subject to the provisions of Section 6.01(a), all active Members who have reached their eighteenth (18th) birthday are eligible to vote and to hold elected or appointed offices of the Church.</p> <p>(b) (i) Acknowledgement of the Headship of Jesus Christ: All Members, being members also of the universal Church, whose Head is Christ, shall recognize Jesus as Lord in all manner of life and conduct.</p> <p>(ii) Acknowledgement of Church Authorities: All Members shall recognize the authority of the various officers of the Church as given by Scripture and/or these By-Laws.</p> <p>(iii) Exercise of Spiritual Gifts: All Members shall seek to discover and use their spiritual gifts to further the work of the local and universal Church. They shall seek to avail themselves of the training and equipping ministries of the Church to that end.</p>	<p>As soon as reasonably practical after being granted Membership, new Members shall be introduced and welcomed into the membership of the Church at a worship service. <del>that includes the Lord's Supper or a baptism as part of the order of service.</del></p> <p>4.06 Not Transferable</p> <p>Membership in the Church shall not be transferrable, neither from one person to another, nor to or from the Church to another church.</p> <p>4.07 Privileges and Responsibilities</p> <p>(a) Voting and Holding Office: Subject to the provisions of Section 6.01(a), all active Members who have reached their eighteenth (18th) birthday are eligible to vote and to hold elected or appointed offices of the Church.</p> <p>(b) <del>(i)</del> Acknowledgement of the Headship of Jesus Christ: All Members, being members also of the universal Church, whose Head is Christ, shall recognize Jesus as Lord in all manner of life and conduct.</p> <p><del>(c)</del> <del>(ii)</del> Acknowledgement of Church Authorities: All Members shall recognize the authority of the various officers of the Church as given by Scripture and/or these By-Laws.</p> <p><del>(d)</del> <del>(iii)</del> Exercise of Spiritual Gifts: All Members shall seek to discover and use their spiritual gifts to further the work of the local and universal Church. They shall seek to avail themselves of the training and equipping ministries of the Church to that end.</p>	<p>4.05 Dropped the need for the introduction to be at a communion or baptism service.</p> <p>4.07 b Check the numbering – no need for (b) to have sub-sections. Each can stand on its own: a, b, c, etc.</p>

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<p>(iv) Support of the Local Church: All Members shall seek to understand and support the ministry of the Church in accordance with the direction of the Holy Spirit in their personal life.</p>	<p><del>(iv)(e)</del> Support of the Local Church: All Members shall seek to understand and support the ministry of the Church in accordance with the direction of the Holy Spirit in their personal life.</p> <p><u>(f) Strive for unity of the Church: All members will seek to achieve unity within the body of believers as required by Hebrews 13:17</u></p>	
<p>4.08 Voluntary Withdrawal</p> <p>(a) A Member who changes their belief so as to become opposed to the Statement of Faith as set forth in these By-Laws and of the Purposes and Philosophy of the Church is encouraged to voluntarily withdraw from Membership to minimize disruption to the Church.</p> <p>(b) A Member may also voluntarily withdraw from Membership for any other reason.</p> <p>(c) Notice of voluntary withdrawal should be given in writing to the Secretary of the Board of Trustees.</p>	<p><del>4.08 Voluntary Withdrawal</del></p> <p><del>(a) A Member who changes their belief so as to become opposed to the Statement of Faith as set forth in these By-Laws and of the Purposes and Philosophy of the Church is encouraged to voluntarily withdraw from Membership to minimize disruption to the Church.</del></p> <p><del>(b) A Member may also voluntarily withdraw from Membership for any other reason.</del></p> <p><del>(c) Notice of voluntary withdrawal should be given in writing to the Secretary of the Board of Trustees.</del></p>	<p><u>4.08 deleted as redundant</u></p>
<p>4.09 Termination of Membership</p> <p>(a) A Member may voluntarily terminate their Membership by providing their resignation in writing to the Secretary of the Board of Trustees.</p> <p>(b) A Member will be deemed to have terminated their Membership upon the Board of Trustees receiving satisfactory verification that the Member has joined another church.</p> <p>(c) The Board of Trustees shall have authority to remove persons from Membership in instances where it or the Council has determined in its sole and absolute</p>	<p>4.09 Termination of Membership</p> <p>(a) A Member may voluntarily terminate their Membership by providing their resignation in writing to the Secretary of the Board of Trustees.</p> <p>(b) A Member will be deemed to have terminated their Membership upon the Board of Trustees receiving satisfactory verification that the Member has joined another church.</p> <p>(c) The Board of Trustees shall have authority to remove persons from Membership in instances where it or the Council has determined in its sole and absolute</p>	<p><u>4.09 (c) "Sole and absolute discretion" removed as unnecessary</u></p>

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<p>satisfactory verification that the Member has joined another church.</p> <p>(c) The Board of Trustees shall have authority to remove persons from Membership in instances where it has determined, in its sole and absolute discretion, that such persons have failed to adhere to the responsibilities of Membership.</p> <p>4.10 Restoration of Membership A person, who has had their Membership terminated, may have their Membership restored in accordance with the provisions of Section 4.01 through 4.04 inclusive herein.</p> <p>4.11 Transitional Provision A person that is a Member of the Church as at the date these By-Laws come into force and effect shall be a Member of the Church.</p> <p>ARTICLE V MEMBERSHIP MEETINGS</p> <p>5.01 Annual Meetings (a) The Membership of the Church shall meet at least twice annually: (i) Once prior to the end of each fiscal year and once subsequent to the end of each fiscal year and on or before December 31st to:</p>	<p><del>discretion,</del> that such persons have failed to adhere to the responsibilities of Membership.</p> <p>4.10 Restoration of Membership A person, who has had their Membership terminated, may have their Membership restored in accordance with the provisions of Section 4.01 through 4.04 inclusive herein.</p> <p>4.11 Transitional Provision A person that is a Member of the Church as at the date these By-Laws come into force and effect shall be a Member of the Church.</p> <p>ARTICLE V MEMBERSHIP MEETINGS</p> <p>5.01 Annual Meetings (a) The Membership of the Church shall meet at least twice annually: (i) Once prior to the end of each fiscal year and once subsequent to the end of each fiscal year and on or before December 31st to:</p> <p><u>1</u> appoint. by vote, Elders as presented by the Council and the Board; <del>(4) elect Trustees;</del> <u>2</u> appoint, by vote, elders to the Council as presented by the Council; <del>(2) 3</del> appoint. by vote, Trustees as presented by the Council and the Board.;</p>
<p>ARTICLE V MEMBERSHIP MEETINGS</p> <p>5.01 Annual Meetings (a) The Membership of the Church shall meet at least twice annually: (i) Once prior to the end of each fiscal year and once subsequent to the end of each fiscal year and on or before December 31st to:</p> <p><u>1</u> appoint. by vote, Elders as presented by the Council and the Board; <del>(4) elect Trustees;</del> <u>2</u> appoint, by vote, elders to the Council as presented by the Council; <del>(2) 3</del> appoint. by vote, Trustees as presented by the Council and the Board.;</p>	<p><u>5.01 (a) (i) changed for flexibility and clarity.</u></p>

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<p>(3) vote to affirm the Church budget for the upcoming year.</p> <p>(ii) Once subsequent to the end of each fiscal year and on or before December 31st to:</p> <p>(1) receive and approve the annual financial statement for the most recently completed fiscal year; and,</p> <p>(2) appoint an independent auditor or auditing firm.</p> <p>(b) Other Membership Meetings may be held as required from time to time to conduct the affairs of the Membership.</p> <p>5.02 Notice</p> <p>The Moderator shall be required to give notice of Membership Meetings.</p> <p>(a) Notice of Membership Meetings shall be given to the Membership at least twenty-one (21) days before the date appointed for the holding of the Meeting, with such notice being given by verbal notice provided during all regular Church services during that period, and also given</p>	<p><del>4</del> <u>4</u> <del>vote to</del> affirm <u>by vote,</u> the Church ministry plan for the upcoming year; <del>and,</del></p> <p><del>5(3)</del> <u>5(3)</u> <del>vote to</del> affirm <u>by vote,</u> the Church budget for the upcoming year.</p> <p><del>(ii) Once subsequent to the end of each fiscal year and on or before December 31st to:</del></p> <p><u>6 (4)</u> receive and approve <u>by vote,</u> the annual financial statement for the most recently completed fiscal year; and,</p> <p><u>7 (2)</u> appoint <u>by vote,</u> an independent auditor or auditing firm.</p> <p><del>(iii) b)</del> Other Membership Meetings may be held as required from time to time to conduct the affairs of the Membership.</p> <p>5.02 Notice</p> <p>The <del>Moderator</del> <u>Chair</u> shall be required to give notice of Membership Meetings.</p> <p>(a) Notice of Membership Meetings shall be given to the Membership at least twenty-one (21) days before the date appointed for the holding of the Meeting, with such notice being given by verbal notice provided during all regular Church services during that period, and also given by written notice in all regular Church written communications during that period.</p> <p>(b) The Agenda for a Membership Meeting, together with the Minutes of the immediately preceding Membership Meeting, <u>and any other materials related to any agenda items to be voted on,</u> shall be provided</p>	<p><u>5.02 "Moderator" obsolete term</u></p>
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<p>by written notice in all regular Church written communications during that period.</p> <p>(b) The Agenda for a Membership Meeting, together with the Minutes of the immediately preceding Membership Meeting, shall be provided before the Membership Meeting to any Member upon their request.</p>	<p>before the Membership Meeting to any Member upon their request.</p>	
<p>5.03 Omission of Notice</p> <p>The accidental omission to give notice as required by Section 5.02 shall not invalidate any business transacted at any Membership Meeting, unless otherwise provided by the Members in attendance at the Membership Meeting.</p>	<p>5.03 Omission of Notice</p> <p>The accidental omission to give notice as required by Section 5.02 shall not invalidate any business transacted at any Membership Meeting, unless otherwise provided by the Members in attendance at the Membership Meeting.</p>	
<p>5.04 Deemed Meeting of Full Membership</p> <p>All Membership Meetings shall be deemed to be Meetings of the full Membership.</p>	<p>5.04 Deemed Meeting of Full Membership</p> <p>All Membership Meetings shall be deemed to be Meetings of the full Membership.</p>	
<p>5.05 Quorum</p> <p>(a) A quorum for the transaction of business at all Membership Meetings shall be constituted by the attendance in person of not less than twenty percent (20%) of the total number of Members as at date of that Membership Meeting.</p>	<p>5.05 Quorum</p> <p>(a) A quorum for the transaction of business at all Membership Meetings shall be constituted by the attendance in person of not less than twenty percent (20%) of the total number of Members as at date of that Membership Meeting.</p>	
<p>(b) In the event a quorum does not exist, the Membership Meeting shall be adjourned for one (1) week, at which time the Members present in person shall constitute a quorum.</p>	<p>(b) In the event a quorum does not exist, the Membership Meeting shall be adjourned for one (1) week, at which time the Members present in person shall constitute a quorum.</p>	
<p>5.06 Chairman</p>	<p>5.06 Chairman</p> <p>(a) The Moderator-Chairman of the Board or Council or their designate shall act as Chairman of all Membership Meetings.</p> <p>(b) <del>In the Moderator's absence, the Vice-Moderator Chair or authorized delegate of the Board of Trustees shall act as Chairman of a Membership Meeting.</del></p>	<p>5.06</p> <p>(a) "Moderator" is obsolete term. And recognize Elders as Overseers, so Council chair may host/MC the Members meetings.</p> <p>(b) Deleted (b) vice chair for convenience and flexibility.</p>

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<p>(a) The Moderator shall act as Chairman of all Membership Meetings.</p> <p>(b) In the Moderator's absence, the Vice-Moderator or authorized delegate of the Board of Trustees shall act as Chairman of a Membership Meeting.</p>	<p>5.07 Rules of Order The Moderator-Chairman shall specify the Rules of Order by which Membership Meetings are to be conducted.</p>	<p>Allows chair to appoint person to carry the meeting.</p>
<p>5.08 Voting Rights</p> <p>At all Membership Meetings, each Member shall be entitled to one (1) vote on each motion or resolution.</p>	<p>5.08 Voting Rights At all Membership Meetings, each Member shall be entitled to one (1) vote on each motion or resolution.</p>	
<p>5.09 Voting</p> <p>(a) Voting may be by show of hands, or, upon the request of any Member, shall be by way of secret ballot.</p> <p>(b) Unless otherwise required by the Act or these By-Laws, all motions and resolutions arising at any Membership Meeting shall be decided by a Majority of votes of the Members in attendance at the Membership Meeting.</p> <p>(c) In the event of a tie vote, the Chair shall be entitled to a second or casting vote.</p>	<p>5.09 Voting (a) Voting may be by show of hands, or, upon the request of any Member, shall be by way of secret ballot. (b) Unless otherwise required by the Act or these By-Laws, all motions and resolutions arising at any Membership Meeting shall be decided by a Majority of votes of the Members in attendance at the Membership Meeting. (c) In the event of a tie vote, the Chair shall be entitled to a second or casting vote.</p>	
<p>5.10 Proxy Voting</p> <p>Voting by proxy shall be permitted at Membership Meetings by means of written proxy (in the form as approved from time to time by the Board of Trustees in their sole and absolute discretion) given to one (1) other Member, provided however there shall be no advance or absentee voting at Membership Meetings.</p>	<p>5.10 Proxy Voting Voting by proxy shall be permitted at Membership Meetings by means of written proxy (in the form as approved from time to time by the Board of Trustees in their sole and absolute discretion) given to one (1) other Member, provided however there shall be no advance or absentee voting at Membership Meetings.</p>	
<p>5.11 Binding upon Membership</p> <p>The motions and resolutions adopted and approved by the Members in attendance at all Membership Meetings shall be binding upon the full Membership.</p>	<p>5.11 Binding upon Membership The motions and resolutions adopted and approved by the Members in attendance at all Membership Meetings shall be binding upon the full Membership.</p>	

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<p>5.11 Binding upon Membership The motions and resolutions adopted and approved by the Members in attendance at all Membership Meetings shall be binding upon the full Membership.</p> <p>5.12 Non-Members (a) Non-Members may attend Membership Meetings, but shall not participate in Membership Meetings in any manner whatsoever including, without limitation, non-Members may not participate in any discussions, motions and resolutions arising at any Membership Meeting and are not entitled to any voting rights. (b) Notwithstanding Section 5.12(a), the Chairman of the Membership Meeting may authorize non-Members to participate in any discussions, motions and resolutions arising at the Membership Meeting and may call upon non-Members to express their opinion on any motions and resolutions arising at the Membership Meeting by means of a vote of the non- Members, which vote however shall be non-binding and have no force or effect whatsoever upon the motions and resolutions being considered by the Membership.</p> <p>5.13 Records and Minutes A record of all Membership Meetings as to notice, dates announced, purpose, Chairman of the Membership Meeting, transpired business, resolutions and motions and voting results shall be maintained in permanent form by the Secretary of the Board of Trustees.</p>	<p>5.12 Non-Members (a) Non-Members may attend Membership Meetings, but shall not participate in Membership Meetings in any manner whatsoever including, without limitation, non-Members may not participate in any discussions, motions and resolutions arising at any Membership Meeting and are not entitled to any voting rights. (b) Notwithstanding Section 5.12(a), the Chairman of the Membership Meeting may authorize non-Members to participate in any discussions, motions and resolutions arising at the Membership Meeting and may call upon non-Members to express their opinion on any motions and resolutions arising at the Membership Meeting by means of a vote of the non- Members, which vote however shall be non-binding and have no force or effect whatsoever upon the motions and resolutions being considered by the Membership.</p> <p>5.13 Records and Minutes A record of all Membership Meetings as to notice, dates announced, purpose, Chairman of the Membership Meeting, transpired business, resolutions and motions and voting results shall be maintained in permanent form by the Secretary of the Board of Trustees <u>and will be made available to members upon request.</u></p> <p>5.14 Meetings by Electronic Means <u>At the sole discretion of the Chairman of the Board, Membership Meetings may be held fully or partially by electronic means. In such cases, electronic, telephonic, or other communication means may be used by Members to</u></p>
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5.13 Minutes should be made available to the Members upon request

made available to members upon request.

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<p>participate virtually in meetings. The communication facility shall permit all participants to communicate adequately with each other during the Meeting, and a Member so participating virtually in a Meeting is deemed to be present at the Meeting and is thus entitled to vote at that Meeting as if such Member was present in person.</p>	<p>participate virtually in meetings. The communication facility shall permit all participants to communicate adequately with each other during the Meeting, and a Member so participating virtually in a Meeting is deemed to be present at the Meeting and is thus entitled to vote at that Meeting as if such Member was present in person.</p>	
<p>ARTICLE VI BOARD OF TRUSTEES</p>	<p>ARTICLE VI BOARD OF TRUSTEES</p>	
<p>6.01 Composition (a) The Board of Trustees shall consist of a minimum of seven (7) and a maximum of fifteen (15) Members – one of whom is an Elder – elected by the Membership to represent them in accordance with these By-Laws and shall include one Elder appointed by the Elders.</p>	<p>6.01 Composition (a) The Board of Trustees shall consist of a minimum of seven (7) and a maximum of fifteen (15) Members – one of whom is an Elder – elected by the Membership to represent them in accordance with these By-Laws and shall include one Elder appointed by the Elders.</p>	
<p>(b) Subject to Section 6.01(a), the specific number of Trustees comprising the Board of Trustees from time to time shall be determined in the sole and absolute discretion of the Board of Trustees.</p>	<p>(b) Subject to Section 6.01(a), the specific number of Trustees comprising the Board of Trustees from time to time shall be determined in the sole and absolute discretion of the Board of Trustees.</p>	
<p>(c) The Board of Trustees shall be composed such that more than fifty percent (50%) of the Trustees are at “arm’s length” with each other as defined in Section 251 of the Income Tax Act (Canada).</p>	<p>(c) The Board of Trustees shall be composed such that more than fifty percent (50%) of the Trustees are at “arm’s length” with each other as defined in Section 251 of the Income Tax Act (Canada).</p>	
<p>6.02 Responsibilities With the exception of those matters stated in the Act and in these By-Laws to remain within the authority of the Members or the Council of Elders, the Board of Trustees shall be responsible to govern the Church perform the legal and administrative requirements necessary for the achievement of the vision and mission of the Church on</p>	<p>6.02 It should be made clear that the Trustees are responsible to fulfill the “business” duties that support the ministry of GMBC. Responsibility for the mission/ministry of the Church would be the responsibility, also from</p>	

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<p>6.02 Responsibilities With the exception of those matters stated in the Act and in these By-Laws to remain within the authority of the Members, the Board of Trustees shall be responsible to govern The Church on behalf of the Membership from whom it has received its legal authority to govern. The Board of Trustees shall be responsible to call and hire all those who report to the Board of Trustees shall be responsible to call and hire all those who report to the Board of Trustees, who in turn require affirmation by the Members.</p>	<p>behalf of the Membership from whom it has received its legal authority <del>to govern</del>. The Board of Trustees shall be responsible to call and hire <del>all those who report to the Board of Trustees</del> the Director of Operations and on the recommendation of the Elders, Executive Team, that being the Teaching Pastor and Ministry Pastor, and Director of Operations, to form the Executive Team, all of whom <del>who in turn</del> also require affirmation by the Members.</p>
<p>6.03 Qualifications The Trustees shall meet the following qualifications: (a) Member of the Church in good standing for a minimum of one (1) year; (b) At least eighteen (18) years of age; (c) Resident of Canada; (d) Not be an “ineligible individual” as defined in Section 149.1(1) of the Income Tax Act (Canada); (e) Not of unsound mind and/or not having been so found by a Court in Canada or elsewhere; (f) Not bankrupt; and (g) Meet the Biblical qualifications for a Deacon (I Timothy 3:8-13; Acts 6:1-6).</p>	<p>6.03 Qualifications The Trustees shall meet the following qualifications: (a) Member of the Church in good standing for a minimum of one (1) year; (b) At least eighteen (18) years of age; (c) Resident of Canada; (d) Not be an “ineligible individual” as defined in Section 149.1(1) of the Income Tax Act (Canada); (e) Not of unsound mind and/or not having been so found by a Court in Canada or elsewhere; (f) Not bankrupt; and (g) Meet the Biblical qualifications for a Deacon (I Timothy 3:8-13; Acts 6:1-6).</p>
<p>6.04 Nomination (a) The Elders shall form a Nominating Committee to nominate from the Membership persons to stand for election as Trustees as required from time to time each year.</p>	<p>6.04 Nomination (a) The Elders shall form a Nominating Committee <del>to include Elders, Trustees, and members</del> to nominate from the Membership persons to stand for election as Trustees as required <del>from time to time each year</del>.</p>
<p>6.05 Transitional Provision</p>	<p>6.05 Transitional Provision</p>

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<p>6.05 Transitional Provision Those persons that are Trustees as at the date these By-Laws come into force and effect shall continue to serve as Trustees for the remainder of the respective terms for which they were each elected.</p>	<p>Those persons that are Trustees as at the date these By-Laws come into force and effect shall continue to serve as Trustees for the remainder of the respective terms for which they were each elected.</p>	
<p>6.06 Appointment and Terms (a) A Trustee shall be elected by the Membership for a term of three (3) years. (b) As far as practicable, one-third (1/3) of the Board of Trustees shall be elected each year. (c) There shall be no limitation on the number of terms, consecutive or otherwise, that a Trustee may serve on the Board of Trustees.</p>	<p>6.06 Appointment and Terms (a) A Trustee shall be elected by the Membership for a term of three (3) years. (b) As far as practicable, one-third (1/3) of the Board of Trustees shall be elected each year. (c) There shall be no limitation on the number of terms, consecutive or otherwise, that a Trustee may serve on the Board of Trustees.</p>	
<p>6.07 Chairman (a) The Board of Trustees shall annually appoint one of the Trustees to serve as the Chairman of the Board of Trustees. (b) The Chairman of the Board of Trustees shall be the Moderator of the Church.</p>	<p>6.07 Chairman (a) The Board of Trustees shall annually appoint one of the Trustees to serve as the Chairman of the Board of Trustees. (b) <del>The Chairman of the Board of Trustees shall be the Moderator of the Church.</del></p>	<p>6.07 Moderator is "old" language. Not much used anymore. Seems redundant to simply change the word to call the same person 2 different things. Possibly adds to confusion with readers.</p>
<p>6.08 Vice-Chairman The Board of Trustees shall annually appoint one of the Trustees to serve as the Vice-Chairman of the Board of Trustees.</p>	<p>6.08 Vice-Chairman The Board of Trustees shall annually appoint one of the Trustees to serve as the Vice-Chairman of the Board of Trustees.</p>	

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<p>6.09 Secretary</p> <p>(a) The Board of Trustees shall annually appoint one of the Trustees to serve as the Secretary of the Board of Trustees.</p> <p>(b) The Secretary of the Board of Trustees shall maintain a record of the proceedings and minutes of the Meetings of the Board of Trustees.</p>	<p>6.09 Secretary</p> <p>(a) The Board of Trustees shall annually appoint one of the Trustees to serve as the Secretary of the Board of Trustees.</p> <p>(b) The Secretary of the Board of Trustees shall maintain a record of the proceedings and minutes of the Meetings of the Board of Trustees.</p>
<p>6.10 Meetings</p> <p>(a) The Board of Trustees shall meet at a minimum of six (6) times annually.</p> <p>(b) Additional Meetings of the Board of Trustees may be held when determined, in the sole and absolute discretion of the Chairman of the Board of Trustees <u>or upon demand of a majority of Trustees</u>, that any such additional Meetings are necessary, advisable, beneficial, or in the best interests of the Church.</p>	<p>6.10 Meetings</p> <p>(a) The Board of Trustees shall meet at a minimum of six (6) times annually.</p> <p>(b) Additional Meetings of the Board of Trustees may be held when determined, in the sole and absolute discretion of the Chairman of the Board of Trustees <u>or upon demand of a majority of Trustees</u>, that any such additional Meetings are necessary, advisable, beneficial, or in the best interests of the Church.</p>
<p>(c) All Meetings of the Board of Trustees shall occur at such times and places as determined in the sole and absolute discretion of the Chairman of the Board of Trustees.</p>	<p>(c) All Meetings of the Board of Trustees shall occur at such times and places as determined in the sole and absolute discretion of the Chairman of the Board of Trustees.</p>
<p>6.11 Notice</p> <p>(a) Notice of all Meetings of the Board of Trustees, specifying the time and place thereof, shall be delivered, faxed or emailed to each Trustee not less than seven (7) days before the Meeting is to take place, or shall be mailed to each Trustee not less than fourteen (14) days before the Board Meeting is to take place.</p>	<p>6.11 Notice</p> <p>(a) Notice of all Meetings of the Board of Trustees, specifying the time and place thereof, shall be delivered, faxed or emailed to each Trustee not less than seven (7) days before the Meeting is to take place, or shall be mailed to each Trustee not less than fourteen (14) days before the Board Meeting is to take place.</p>

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<p>faxed or emailed to each Trustee not less than seven (7) days before the Meeting is to take place, or shall be mailed to each Trustee not less than fourteen (14) days before the Board Meeting is to take place.</p> <p>(b) In the computation of time for the giving of notices of all Meetings of the Board of Trustees, the day on which the notice of the specific Meeting is given is excluded from such computation, and the day on which the notice indicates the specific Meeting is to be held is included in such computation.</p> <p>(c) No notice of any Meeting of the Board of Trustees shall be necessary if all the Trustees are present, or if those absent have signified their consent to the Meeting being held in their absence.</p> <p>(d) A Meeting of the Board of Trustees may be held at the close of every Membership Meeting without notice.</p> <p>6.12 Accidental Omission of Notice</p> <p>(a) The accidental omission to give notice as required by Section 6.11 and/or non-receipt of such notice by any Trustee shall not invalidate any business transacted at any Meeting of the Board of Trustees, unless otherwise provided by the Trustees in attendance at the Meeting of the Board of Trustees.</p> <p>(b) Any Trustee may at any time waive notice of a Meeting of the Board of Trustees and may ratify and approve any or all proceedings taken.</p> <p>6.13 Deemed Meeting of Full Board of Trustees</p> <p>All Meetings of the Board of Trustees shall be deemed to be Meetings of the full Board of Trustees.</p>	<p>(b) In the computation of time for the giving of notices of all Meetings of the Board of Trustees, the day on which the notice of the specific Meeting is given is excluded from such computation, and the day on which the notice indicates the specific Meeting is to be held is included in such computation.</p> <p>(c) No notice of any Meeting of the Board of Trustees shall be necessary if all the Trustees are present, or if those absent have signified their consent to the Meeting being held in their absence.</p> <p>(d) A Meeting of the Board of Trustees may be held at the close of every Membership Meeting without notice.</p> <p>6.12 Accidental Omission of Notice</p> <p>(a) The accidental omission to give notice as required by Section 6.11 and/or non-receipt of such notice by any Trustee shall not invalidate any business transacted at any Meeting of the Board of Trustees, unless otherwise provided by the Trustees in attendance at the Meeting of the Board of Trustees.</p> <p>(b) Any Trustee may at any time waive notice of a Meeting of the Board of Trustees and may ratify and approve any or all proceedings taken.</p> <p>6.13 Deemed Meeting of Full Board of Trustees</p> <p><del>Subject to Sub-section 6.14, a</del>All Meetings of the Board of Trustees shall be deemed to be Meetings of the full Board of Trustees.</p> <p>6.14 Quorum</p> <p>(a) At all Meetings of the Board of Trustees, a quorum for the transaction of business at any such Meeting shall</p>
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<p>6.14 Quorum                      (a) At all Meetings of the Board of Trustees, a quorum for the transaction of business at any such Meeting shall be constituted by the attendance in person of not less than a Majority of the total number of the Trustees as at date of that Meeting.                      (b) In the absence of a quorum, the Meeting shall be adjourned to a date thereafter fixed at the Meeting, of which adjourned Meeting notice shall be given in the form and manner prescribed by Section 6.11, and at such adjourned Meeting the Trustees present in person shall constitute a quorum.</p>	<p>be constituted by the attendance in person of not less than a Majority of the total number of the Trustees as at date of that Meeting.                      (b) In the absence of a quorum, the Meeting shall be adjourned to a date thereafter fixed at the Meeting, of which adjourned Meeting notice shall be given in the form and manner prescribed by Section 6.11, and at such adjourned Meeting the Trustees present in person shall constitute a quorum.</p>	<p><u>The rescheduled meeting should still be subject to quorum.</u></p>
<p>6.15 Meetings by Electronic Means                      Meetings of the Board of Trustees may be held entirely by means of a telephonic, an electronic or other communication facility that permits all participants to communicate adequately with each other during the Meeting, and a Trustee so participating in such a Meeting is deemed to be present at the Meeting and is thus entitled to vote at that Meeting as if such Trustee was present in person.</p>	<p>6.15 Meetings by Electronic Means                      At the discretion of the Chairman, <del>the</del> Meetings of the Board of Trustees <del>may be held entirely in person, or may be held entirely</del> by means of a telephonic, an electronic or other communication facility that permits all participants to communicate adequately with each other during the Meeting, and a Trustee so participating in <del>such</del> a Meeting is deemed to be present at the Meeting and is thus entitled to vote at that Meeting as if such Trustee was present in person.</p>	<p>6.15 Provides capability for a meeting of all in person, mixed virtual and in person participation, or completely virtual meetings.</p>
<p>6.16 Voting                      (a) The Board of Trustees shall endeavor to reach decisions by Consensus, however in the event that no Consensus is reached with regard to a particular motion or resolution then any Trustee may require that the motion or resolution be voted upon by the Board of Trustees.                      (b) <u>In the event that consensus is not reached, and</u> unless otherwise required by the Act or these By-Laws, each motion or resolution arising at any Meeting of the</p>	<p>6.16 Voting                      (a) The Board of Trustees shall endeavor to reach decisions by Consensus, however in the event that no Consensus is reached with regard to a particular motion, or resolution, then any Trustee may require that the motion or resolution be voted upon by the Board of Trustees.                      (b) <u>In the event that consensus is not reached, and</u> unless otherwise required by the Act or these By-Laws, each motion or resolution arising at any Meeting of the</p>	<p>6.16 Gives more credence to the effort to achieve consensus. Accommodates consensus decisions – which should be the majority.</p>

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<p>motion or resolution be voted upon by the Board of Trustees.</p> <p>(b) Unless otherwise required by the Act or these By-Laws, each motion or resolution arising at any Meeting of the Board of Trustees shall be decided by a Majority of votes.</p> <p>(c) Each Trustee shall be entitled to one (1) vote on each motion or resolution</p> <p>(d) There shall be no proxy voting at Meetings of the Board of Trustees.</p>	<p>Board of Trustees shall be decided by a <u>Majority Special Resolution of votes.</u></p> <p>(c) Each Trustee shall be entitled to one (1) vote on each motion or resolution</p> <p>(d) There shall be no proxy voting at Meetings of the Board of Trustees.</p>	
<p>6.17 Manner of Voting</p> <p>(a) Votes on motions or resolutions may be taken by the Board of Trustees by:</p> <p>(i) a show of hands;</p> <p>(ii) a ballot, which may be requested by any Trustee and which ballot shall occur as determined in the sole and absolute discretion of the Chairman of the Board of Trustees; or,</p> <p>(iii) a telephonic, an electronic or other communication facility, if the Board of Trustees makes available such a communication facility, and any Trustee participating in a Meeting of the Board of Trustees by electronic means as set forth in Section 6.15 and entitled to vote at that Meeting may vote by such means.</p>	<p>6.17 Manner of Voting</p> <p>(a) Votes on motions or resolutions may be taken by the Board of Trustees by:</p> <p>(i) a show of hands;</p> <p>(ii) a ballot, which may be requested by any Trustee and which ballot shall occur as determined in the sole and absolute discretion of the Chairman of the Board of Trustees; or,</p> <p>(iii) a telephonic, an electronic or other communication facility, if the Board of Trustees makes available such a communication facility, and any Trustee participating in a Meeting of the Board of Trustees by electronic means as set forth in Section 6.15 and entitled to vote at that Meeting may vote by such means.</p>	
<p>(b) The result of the vote on the motion or resolution shall be entered in the minutes of the Meeting of the Board of Trustees and such entry shall be conclusive evidence of the fact without recording the number or proportion of the votes recorded in favour of or against any motion or resolution, unless otherwise requested by a Trustee.</p>	<p>(b) The <del>result of the vote</del><u>decision</u> on the motion or resolution shall be entered in the minutes of the Meeting of the Board of Trustees and such entry shall be conclusive evidence of the fact without recording the number or proportion of the votes recorded in favour of or against any motion or resolution, unless otherwise requested by a Trustee.</p>	
<p>6.18 Conflict of Interest Disclosure</p>	<p>6.18 Conflict of Interest Disclosure</p>	

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<p>any motion or resolution, unless otherwise requested by a Trustee.</p> <p>6.18 Conflict of Interest Disclosure                      (a) A Trustee shall disclose to the Board of Trustees any matter which is or might reasonably be seen to be a conflict of his personal interests with the interests of the Church.                      (b) On all matters of conflicting personal interest, a Trustee shall refrain from the discussion and voting on such matters at both Meetings of the Board of Trustees and Membership Meetings.</p> <p>6.19 Binding upon Full Board of Trustees                      The motions or resolutions adopted and approved by the Trustees actually in attendance at all Meetings of the Board of Trustees shall be binding upon the full Board of Trustees.</p> <p>6.20 Disqualification                      A Trustee that fails to continue meeting the qualifications as required by Section 6.03 shall be disqualified from continuing to serve as a Trustee, and immediately ceases to be a Trustee.</p> <p>6.21 Removal                      Upon approval of two-thirds (2/3) of the Board of Trustees, a Trustee may be removed as a Trustee where, in the opinion of the Board of Trustees:</p> <p>(a) The Trustee fails to attend regular meetings of the Board of Trustees without reasonable cause; or,</p>	<p>(a) A Trustee shall disclose to the Board of Trustees any matter which is, or might reasonably be seen to be, a conflict of his personal interests with the interests of the Church.                      (b) On all matters of conflicting personal interest, a Trustee shall refrain from the discussion and voting on such matters at both Meetings of the Board of Trustees and Membership Meetings.</p> <p>6.19 Binding upon Full Board of Trustees                      The motions or resolutions adopted and approved by the Trustees actually in attendance at all Meetings of the Board of Trustees shall be binding upon the full Board of Trustees.</p> <p>6.20 Disqualification                      A Trustee that: a) by self disclosure; or b) in the opinion of a minimum of 2/3 of the Board members, fails to continue meeting the qualifications as required by Section 6.03, shall be disqualified from continuing to serve as a Trustee, and immediately ceases to be a Trustee.</p> <p>6.21 Removal                      Upon approval of two-thirds (2/3) of the members of the Board of Trustees, a Trustee may be removed as a Trustee where, in the opinion of the Board of Trustees:</p> <p>(a) The Trustee fails to attend regular meetings of the Board of Trustees without reasonable cause; or,</p>

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<p>Upon approval of two-thirds (2/3) of the Trustees in attendance at a Meeting of the Board of Trustees, a Trustee may be removed as a Trustee where, in the opinion of the Board of Trustees:</p> <p>(a) The Trustee fails to attend regular meetings of the Board of Trustees without reasonable cause; or,</p> <p>(b) the Trustee has conduct which impairs his service as a member of the Board of Trustees.</p>	<p>(b) the Trustee has conduct which impairs his service as a member of the Board of Trustees-</p> <p><u>(c) the Trustee becomes inactive in the Church.</u></p>	
<p>6.22 Resignation</p> <p>(a) A Trustee may resign by written notice to the Chairman of the Board of Trustees.</p> <p>(b) The Chairman of the Board of Trustees may resign by written notice to the Secretary of the Board of Trustees.</p>	<p>6.22 Resignation</p> <p>(a) A Trustee may resign by written notice to the Chairman of the Board of Trustees.</p> <p>(b) The Chairman of the Board of Trustees may resign by written notice to the Secretary of the Board of Trustees.</p>	
<p>6.23 Vacancy</p> <p>(a) A vacancy in the office of a Trustee shall occur where any of the following occurs:</p> <p>(i) the Trustee is disqualified pursuant to Section 6.20.</p> <p>(ii) the Trustee is removed pursuant to Section 6.21.</p> <p>(iii) the Trustee resigns pursuant to Section 6.22.</p> <p>(iv) the Trustee dies.</p>	<p>6.23 Vacancy</p> <p>(a) A vacancy in the office of a Trustee shall occur where any of the following occurs:</p> <p>(i) the Trustee is disqualified pursuant to Section 6.20.</p> <p>(ii) the Trustee is removed pursuant to Section 6.21.</p> <p>(iii) the Trustee resigns pursuant to Section 6.22.</p> <p>(iv) the Trustee dies.</p>	
<p>(b) In the event of a vacancy for any of the foregoing reasons, the Board of Trustees may appoint a replacement Trustee to serve the remaining term of the vacating Trustee, provided however such appointment shall be confirmed at the next Membership Meeting by a confirming vote of the Members.</p>	<p>(b) In the event of a vacancy for any of the foregoing reasons, the Board of Trustees may appoint a replacement Trustee to serve the remaining term of the vacating Trustee, provided however such appointment shall be confirmed at the next Membership Meeting by a confirming vote of the Members.</p>	
<p>ARTICLE VII</p>	<p>ARTICLE VII</p>	

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<p>shall be confirmed at the next Membership Meeting by a confirming vote of the Members.</p> <p>ARTICLE VII SENIOR LEADER(S)</p> <p>7.01 Senior Leader(s) Upon the nomination of a candidate by the Elders, the Board of Trustees shall employ the Senior Leader, who shall be affirmed at a Membership Meeting by an affirming vote of the Members, with the number and/or percentage that constitutes an affirming vote of the Members being established in advance by mutual agreement of the Elders and the candidate for Senior Leader.</p> <p>7.02 Responsibilities The Senior Leader(s) shall:</p>	<p>SENIOR LEADER(S)</p> <p>7.01 Senior Leader(s) a) Upon the <del>nomination</del> call of a candidate as a senior pastoral leader by the Council of Elders, the Board of Trustees shall employ the candidate Senior Leader, who shall be affirmed at a Membership Meeting subject to affirmation by the Members by a <u>by an affirming vote of the Members</u>;</p> <p>b) Upon the call <del>and employment</del> of candidate as a senior administrative leader by the Board of Trustees, The Board shall employ the candidate, subject to affirmation by the <u>Members will be sought by a vote of the Members.</u> <del>with a</del></p> <p>c) The number and/or percentage that constitutes an affirming vote of the Members <del>being</del> will be established in advance by mutual agreement of the Elders <del>appropriate Council of Elders or Board of Trustees and the candidate for Senior Leader</del> being employed.</p> <p>7.02 Responsibilities The Senior Leader(s) <del>shall</del>:</p> <p>(a) Shall be given appropriate titles reflecting position descriptions at the time of a search or hiring process;</p> <p>(b) <del>shall</del> serve and minister to the Church of Jesus Christ through the Church;</p> <p>(c) Shall lead and administer the affairs of the Church in accordance with the Bible and these By- Laws;</p> <p>(d) May serve as Elder(s) depending on specific qualifications and position descriptions;</p>	<p>To accommodate the Teaching Pastor, Ministry Pastor and Director of Operations.</p>
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<p>(a) Shall be given appropriate titles reflecting position descriptions at the time of a search or hiring process;</p> <p>(b) Serve and minister to the Church of Jesus Christ through the Church;</p> <p>(c) Shall lead and administer the affairs of the Church in accordance with the Bible and these By- Laws;</p> <p>(d) May serve as Elder(s) depending on specific qualifications and position descriptions;</p> <p>(e) Subject to motions or resolutions adopted and approved by the Board of Trustees placing limitations thereon, have the exclusive authority to administer, direct and govern the operations of the Church including, without limitation, the exclusive authority to manage staff of the Church as defined in the organizational structure, including:</p> <p>(i) Hiring and terminating staff;</p> <p>(ii) Determining titles and position descriptions for staff; and,</p> <p>(iii) Determining the salary, benefits and other terms of employment of staff (with the exception of determining the Senior Leader’s salary, benefits and other terms of employment).</p>	<p>(e) Subject to motions or resolutions adopted and approved by the <u>Council of Elders for ministry matters, and the Board of Trustees for administrative matters,</u> placing limitations thereon, have the exclusive authority to administer, direct and govern the operations of the Church including, without limitation, the exclusive authority to manage staff of the Church as defined in the organizational structure, including:</p> <p>(i) Hiring and terminating staff;</p> <p>(ii) Determining titles and position descriptions for staff; and,</p> <p>(iii) Determining the salary, benefits and other terms of employment of staff (with the exception of determining the Senior Leader’s salary, benefits and other terms of employment).</p> <p><u>7.03 Accountability</u></p> <p><u>a) Senior pastoral leaders shall be accountable to the Council of Elders for the ministry of GMBC.</u></p> <p><u>b) Senior administrative leaders shall be accountable to the Board of Trustees for administrative and operational support to GMBC ministries.</u></p>	
	<p><b>7.04</b> Attendance at Board of Trustees Meetings</p> <p>The Senior Leader(s) or his designate from the staff may, upon the invitation of the Chair of the Board, or the Council, respectively, attend Meetings of the Board or Council, but shall not be entitled to any vote at such Meetings. <u>Ex-officio Attendance at Board of Trustees Meetings</u></p>	

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<p>7.03 Ex-officio Attendance at Board of Trustees Meetings The Senior Leader(s) or his designate from the staff may, upon the invitation of the Chair of the Board of Trustees, attend Meetings of the Board of Trustees, but shall not be entitled to any vote at such Meetings.</p>	<p><del>The Senior Leader(s) or his designate from the staff may, upon the invitation of the Chair of the Board of Trustees, attend Meetings of the Board of Trustees, but shall not be entitled to any vote at such Meetings.</del></p>	
<p>7.04 Resignation The Senior Leader(s) may resign by written notice to the Chairman of the Board of Trustees.</p>	<p>7.054 Resignation The Senior Leader(s) may resign by written notice to the Chairman of the Board of Trustees and the Council of Elders.†</p>	
<p>7.05 Termination Upon the recommendation of the Elders, the employment of the Senior Leader(s) shall be terminated by the Board of Trustees.</p>	<p>7.06 Termination <del>Upon the recommendation of the Elders, the employment of the Senior Leader(s) shall be terminated by the Board of Trustees.</del> The employment of the senior leader(s) may be terminated by consensus agreement between the Council of Elders and Board of Trustees.</p>	<p>7.06 There should be leadership agreement for terminating senior leaders.</p>
<p>7.06 Vacancy If at any time there is a vacancy in a position of Senior Leader(s), an Interim Senior Leader(s) shall be appointed by the Elders.</p>	<p>7.07 Vacancy a) If at any time there is a vacancy in a position of Senior pastoral Leader(s), an Interim Senior Leader(s) shall be appointed by the Elders. b) If at any time there is a vacancy in a position of Senior administrative Leader(s), an Interim Senior Leader(s) shall be appointed by the Board of Trustees.</p>	
<p>ARTICLE VIII</p>	<p>ARTICLE VIII LEGAL MATTERS</p>	
	<p>8.01 Organization and Charitable Registration</p>	

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<p><b>LEGAL MATTERS</b></p> <p><b>8.01 Organization and Charitable Registration</b> The Church was organized in 1894, registered on September 8, 1924 as a religious society under the laws of the Province of Manitoba, and continued on June 3, 2009 as a non-profit Manitoba corporation. The Church is registered as a charity under the Income Tax Act (Canada) and maintains charitable registration no. 118946318 RR0001.</p> <p><b>8.02 Affiliation</b> The church is a member of the Baptist General Conference – Central Canada Inc. and the Baptist General Conference of Canada. The Church desires to co-operate with all other groups of believers who are in basic agreement with the Church’s Statement of Faith.</p> <p><b>8.03 Directors</b> For all legal purposes, the Directors of the Church shall be the Board of Trustees, but excluding the Senior Leader(s).</p> <p><b>8.04 Officers</b> For all legal purposes, the Officers of the Church shall be the following: (a) Moderator (being the Chairman of the Board of Trustees). (b) Vice-Moderator (being the Vice-Chairman of the Board of Trustees). (c) Secretary (being the Secretary of the Board of Trustees).</p>	<p>The Church was organized in 1894, registered on September 8, 1924 as a religious society under the laws of the Province of Manitoba, and continued on June 3, 2009 as a non-profit Manitoba corporation. The Church is registered as a charity under the Income Tax Act (Canada) and maintains charitable registration no. 118946318 RR0001.</p> <p><b>8.02 Affiliation</b> The church is a member of the Baptist General Conference – Central Canada Inc. and the Baptist General Conference of Canada. The Church desires to co-operate with all other groups of believers who are in basic agreement with the Church’s Statement of Faith.</p> <p><b>8.03 Directors</b> For all legal purposes, the Directors of the Church shall be the Board of Trustees, but excluding the Senior Leader(s).</p> <p><b>8.04 Officers</b> For all legal purposes, the Officers of the Church shall be the following: (a) <del>Moderator</del> (being the Chairman of the Board of Trustees). (b) <del>Vice-Moderator</del> (being the Vice-Chairman of the Board of Trustees). (c) <del>Secretary</del> (being the Secretary of the Board of Trustees).</p>	<p><u>Removed archaic terminology “Moderator” and replaced it with “Chairman”</u></p>
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<p>8.05 Limitation of Liability                  No Director or Officer shall be liable for the acts, receipts, omissions, failures, neglects or defaults of any other Director, Officer or employee, or for joining in any receipt or act for conformity or for any loss, damage or misfortune whatever occasioned by any error of judgment or oversight on the part of such Director or Officer, or for any other loss, damage or misfortune which shall happen in the execution of the duties of office or in relation thereto, including any loss, damage or expense suffered or incurred by or happening to the Church through the insufficiency or deficiency of title to any property acquired for or on behalf of the Church, or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Church shall be placed out or invested, or for any loss or damage arising from the bankruptcy, insolvency or tortuous acts of any person with whom any of the moneys, securities or effects of the Church shall be lodged or deposited. Nothing herein shall relieve any Director or Officer from the duty to act in accordance with the Act or from liability for any breach thereof. The Directors shall not be under any duty or responsibility in respect of any contract, act or transaction, made, done or entered into on behalf of the Church, except such as shall have been submitted to and authorized or approved by the Board of Trustees. If any Director or Officer of the Church shall be employed by or shall perform services for the Church otherwise than as a Director or Officer or shall be a member of a firm or a shareholder, director or officer of a body corporate which is employed by or performs services for the Church, the fact of such Director or Officer being a</p>	<p>8.05 Limitation of Liability                  No Director or Officer shall be liable for the acts, receipts, omissions, failures, neglects or defaults of any other Director, Officer or employee, or for joining in any receipt or act for conformity or for any loss, damage or misfortune whatever occasioned by any error of judgment or oversight on the part of such Director or Officer, or for any other loss, damage or misfortune which shall happen in the execution of the duties of office or in relation thereto, including any loss, damage or expense suffered or incurred by or happening to the Church through the insufficiency or deficiency of title to any property acquired for or on behalf of the Church, or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Church shall be placed out or invested, or for any loss or damage arising from the bankruptcy, insolvency or tortuous acts of any person with whom any of the moneys, securities or effects of the Church shall be lodged or deposited. Nothing herein shall relieve any Director or Officer from the duty to act in accordance with the Act or from liability for any breach thereof. The Directors shall not be under any duty or responsibility in respect of any contract, act or transaction, made, done or entered into on behalf of the Church, except such as shall have been submitted to and authorized or approved by the Board of Trustees. If any Director or Officer of the Church shall be employed by or shall perform services for the Church otherwise than as a Director or Officer or shall be a member of a firm or a shareholder, director or officer of a body corporate which is employed by or performs services for</p>
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<p>shareholder, director or officer of the corporation shall not disentitle such Director or Officer or such firm or body corporate, as the case may be, from receiving proper remuneration for such services.</p> <p>8.06 Indemnification Subject to the limitations contained in the Act, the Church shall indemnify a Director or Officer, a former Director or Officer, or a person who undertakes or has undertaken any liability on behalf of the Church, and his or her heirs and legal representatives, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by that person in respect of any civil, criminal or administrative action or proceeding to which such person is made a party by reason of being or having been a Director or Officer of the Church if:</p> <p>(a) such person acted honestly and in good faith with a view to the best interests of the Church; and</p> <p>(b) in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, such person had reasonable grounds for believing that his or her conduct was lawful.</p> <p>The Church shall indemnify any person referred to above who fulfills the conditions contained in (a) and (b) above in the defense of any civil, criminal or administrative action or proceeding to which such person is made a party by reason of his or her being or having been a Director or Officer of the Church, against all costs, charges and expenses reasonably incurred by such person</p>	<p>the Church, the fact of such Director or Officer being a shareholder, director or officer of the corporation shall not disentitle such Director or Officer or such firm or body corporate, as the case may be, from receiving proper remuneration for such services.</p> <p>8.06 Indemnification Subject to the limitations contained in the Act, the Church shall indemnify a Director or Officer, a former Director or Officer, or a person who undertakes or has undertaken any liability on behalf of the Church, and his or her heirs and legal representatives, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by that person in respect of any civil, criminal or administrative action or proceeding to which such person is made a party by reason of being or having been a Director or Officer of the Church if:</p> <p>(a) such person acted honestly and in good faith with a view to the best interests of the Church; and</p> <p>(b) in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, such person had reasonable grounds for believing that his or her conduct was lawful.</p> <p>The Church shall indemnify any person referred to above who fulfills the conditions contained in (a) and (b) above in the defense of any civil, criminal or administrative action or proceeding to which such person is made a party by reason of his or her being or having been a</p>

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<p>in connection with the defense of such action or proceeding.</p> <p>The Church may also indemnify such persons in such other circumstances as the Act or other applicable law permits or requires. Nothing in these By-Laws shall limit the right of any person entitled to indemnity to claim indemnity apart from the provisions of these By-Laws. The Church is hereby authorized to execute agreements evidencing its indemnity in favour of the foregoing persons to the full extent permitted by law.</p> <p><b>8.07 Insurance</b></p> <p>To the extent permitted by the Act and other applicable law, the Church may purchase and maintain insurance for the benefit of any person referred to in Section 8.06 against such liability as the Board of Trustees may determine from time to time.</p> <p><b>8.08 Signing of Instruments other than Cheques</b></p> <p>(a) The Board of Trustees may, on behalf of the Church, sign contracts, documents and instruments in writing generally or sign specific contracts, documents or instruments in writing, which when so signed, shall be binding upon the Church without any further authorization or formality.</p> <p>(b) The Board of Trustees may also designate Officer(s) and/or administrative staff, on behalf of the Church, to sign contracts, documents and instruments in writing generally or to sign specific contracts, documents or instruments in writing, which when so signed, shall be binding upon the Church without any further authorization or formality.</p>	<p>Director or Officer of the Church, against all costs, charges and expenses reasonably incurred by such person in connection with the defense of such action or proceeding.</p> <p>The Church may also indemnify such persons in such other circumstances as the Act or other applicable law permits or requires. Nothing in these By-Laws shall limit the right of any person entitled to indemnity to claim indemnity apart from the provisions of these By-Laws. The Church is hereby authorized to execute agreements evidencing its indemnity in favour of the foregoing persons to the full extent permitted by law.</p> <p><b>8.07 Insurance</b></p> <p>To the extent permitted by the Act and other applicable law, the Church may purchase and maintain insurance for the benefit of any person referred to in Section 8.06 against such liability as the Board of Trustees may determine from time to time.</p> <p><b>8.08 Signing of Instruments other than Cheques</b></p> <p>(a) The Board of Trustees may, on behalf of the Church, sign contracts, documents and instruments in writing generally or sign specific contracts, documents or instruments in writing, which when so signed, shall be binding upon the Church without any further authorization or formality.</p> <p>(b) The Board of Trustees may also designate Officer(s) and/or administrative staff, on behalf of the Church, to sign contracts, documents and instruments in writing generally or to sign specific contracts, documents or instruments in writing, which when so signed, shall be</p>

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<p>8.09 Corporate Seal The seal, an impression whereof is stamped in the margin hereof, shall be the seal of the Church.</p> <p>8.10 Use of Corporate Seal The corporate seal of the Church may, when required, be affixed to contracts, documents or instruments in writing signed by any such Officer(s) or person(s) so authorized by the Board of Trustees.</p> <p>8.11 Validity not affected It shall not be a prerequisite to the validity of any contract, document or instrument in writing that it be impressed with the corporate seal of the Church, and all contracts, documents or instruments in writing signed by the Board of Trustees or by authorized Officer(s) or person(s) of the Church shall be as effectual as if signed under the corporate seal and shall bind the Church to the same extent.</p> <p>8.12 Facsimile or Electronic Seal The Board of Trustees may authorize the use of a facsimile or electronic seal and may designate the Officer(s) or person(s) authorized to affix the same on behalf of the Church.</p> <p>8.13 Real and Personal Property The Church shall have the power to receive, either by gift or purchase, and to hold such real and personal property in the name of the Church as is authorized by the laws of Manitoba and as is deemed necessary for the activities</p>	<p>binding upon the Church without any further authorization or formality.</p> <p>8.09 Corporate Seal The seal, an impression whereof is stamped in the margin hereof, shall be the seal of the Church.</p> <p>8.10 Use of Corporate Seal The corporate seal of the Church may, when required, be affixed to contracts, documents or instruments in writing signed by any such Officer(s) or person(s) so authorized by the Board of Trustees.</p> <p>8.11 Validity not affected It shall not be a prerequisite to the validity of any contract, document or instrument in writing that it be impressed with the corporate seal of the Church, and all contracts, documents or instruments in writing signed by the Board of Trustees or by authorized Officer(s) or person(s) of the Church shall be as effectual as if signed under the corporate seal and shall bind the Church to the same extent.</p> <p>8.12 Facsimile or Electronic Seal The Board of Trustees may authorize the use of a facsimile or electronic seal and may designate the Officer(s) or person(s) authorized to affix the same on behalf of the Church.</p> <p>8.13 Real and Personal Property The Church shall have the power to receive, either by gift or purchase, and to hold such real and personal property</p>	<p>8.09 Corporate Seal The seal, an impression whereof is stamped in the margin hereof, shall be the seal of the Church.</p> <p>8.10 Use of Corporate Seal The corporate seal of the Church may, when required, be affixed to contracts, documents or instruments in writing signed by any such Officer(s) or person(s) so authorized by the Board of Trustees.</p> <p>8.11 Validity not affected It shall not be a prerequisite to the validity of any contract, document or instrument in writing that it be impressed with the corporate seal of the Church, and all contracts, documents or instruments in writing signed by the Board of Trustees or by authorized Officer(s) or person(s) of the Church shall be as effectual as if signed under the corporate seal and shall bind the Church to the same extent.</p> <p>8.12 Facsimile or Electronic Seal The Board of Trustees may authorize the use of a facsimile or electronic seal and may designate the Officer(s) or person(s) authorized to affix the same on behalf of the Church.</p> <p>8.13 Real and Personal Property The Church shall have the power to receive, either by gift or purchase, and to hold such real and personal property in the name of the Church as is authorized by the laws of Manitoba and as is deemed necessary for the activities</p>
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<p>and operations of the Church, and shall have the further power to dispose of such property by mortgage, deed, or otherwise.</p> <p>8.14 Registered Office The registered office of the Church shall be at such place in Manitoba as the Board of Trustees may from time to time by Special Resolution determine.</p> <p>ARTICLE IX FINANCIAL MATTERS</p> <p>9.01 Bank Accounts One or more bank accounts shall be kept in the name of the Church in such banks or financial institutions as the Board of Trustees may determine from time to time.</p> <p>9.02 Cheque Signing Authority (a) The Board of Trustees shall appoint those persons who shall have authority to sign cheques, notes, drafts, and other instruments related to the Church's banking business (collectively "Banking Instruments"). (b) All Banking Instruments shall be signed by at least two (2) of the persons appointed by the Board of Trustees.</p> <p>9.03 Fiscal Year The fiscal year of the Church shall terminate on June 30th in each year.</p> <p>9.04 Audited Financial Statements</p>	<p>in the name of the Church as is authorized by the laws of Manitoba and as is deemed necessary for the activities and operations of the Church, and shall have the further power to dispose of such property by mortgage, deed, or otherwise.</p> <p>8.14 Registered Office The registered office of the Church shall be at such place in Manitoba as the Board of Trustees may from time to time by Special Resolution determine.</p> <p>ARTICLE IX FINANCIAL MATTERS</p> <p>9.01 Bank Accounts One or more bank accounts shall be kept in the name of the Church in such banks or financial institutions as the Board of Trustees may determine from time to time.</p> <p>9.02 Cheque Signing Authority (a) The Board of Trustees shall appoint those persons who shall have authority to sign cheques, notes, drafts, and other instruments related to the Church's banking business (collectively "Banking Instruments"). (b) All Banking Instruments shall be signed by at least two (2) of the persons appointed by the Board of Trustees.</p> <p>9.03 Fiscal Year The fiscal year of the Church shall terminate on June 30th in each year.</p>

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<p>The Members shall annually appoint an independent auditor or auditing firm to express an opinion on the annual financial statements of the Church which shall be subsequently placed before the Members for approval.</p> <p>ARTICLE X BORROWING</p> <p>10.01 Borrowing Powers The Board of Trustees may and they are hereby authorized from time to time to:</p> <ul style="list-style-type: none"> <li>(a) Borrow money upon the credit of the Church;</li> <li>(b) Limit or increase the amount to be borrowed; and,</li> <li>(c) Mortgage, hypothecate, charge or pledge all or any of the real and personal property, undertaking and rights of the Church, to secure any money borrowed or any other liability of the Church;</li> </ul> <p>provided however that the Board of Trustees shall not enter into new long term borrowing arrangements without the prior approval of the Membership (including, without limitation, new guarantees of the indebtedness of another borrower), but with the renewal of existing borrowing arrangements not requiring prior approval of the Membership (including, without limitation, the renewal of existing guarantees of the indebtedness of another borrower).</p> <p>10.02 Supplemental Powers The powers hereby conferred shall be deemed to be in supplement of and not in substitution for any powers to</p>	<p>9.04 Audited Financial Statements The Members shall annually appoint an independent auditor or auditing firm to express an opinion on the annual financial statements of the Church which shall be subsequently placed before the Members for approval.</p> <p>ARTICLE X BORROWING</p> <p>10.01 Borrowing Powers The Board of Trustees may and they are hereby authorized from time to time to:</p> <ul style="list-style-type: none"> <li>(a) Borrow money upon the credit of the Church;</li> <li>(b) Limit or increase the amount to be borrowed; and,</li> <li>(c) Mortgage, hypothecate, charge or pledge all or any of the real and personal property, undertaking and rights of the Church, to secure any money borrowed or any other liability of the Church;</li> </ul> <p>provided however that the Board of Trustees shall not enter into new long term borrowing arrangements without the prior approval of the Membership (including, without limitation, new guarantees of the indebtedness of another borrower), but with the renewal of existing borrowing arrangements not requiring prior approval of the Membership (including, without limitation, the renewal of existing guarantees of the indebtedness of another borrower).</p> <p>10.02 Supplemental Powers</p>

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<p>borrow money for the purpose of the Church possessed by the Board of Trustees independently of these By-Laws.</p> <p><b>ARTICLE XI DISSOLUTION</b></p> <p>11.01 Dissolution Upon dissolution, the Church shall utilize its remaining property, firstly, for payment of all debts and liabilities owing by the Church, and secondly, for distribution or disposal to Baptist General Conference – Central Canada Inc. (which maintains charitable registration no. 106885767 RR0001), provided however that if such distribution or disposal is not possible for whatever reason(s), to Baptist General Conference of Canada (which maintains charitable registration no. 129987970 RR0001).</p> <p><b>ARTICLE XII GENERAL MATTERS</b></p> <p>12.01 Amendments (a) Upon the recommendation of the Board of Trustees, these By-Laws may be amended by a motion or resolution placed before the Membership at a Membership Meeting with the motion or resolution for the amendment being adopted and approved by two-thirds (2/3) of the Members in attendance at a subsequent Membership Meeting held a minimum of twenty-one (21) days thereafter.</p>	<p>The powers hereby conferred shall be deemed to be in supplement of and not in substitution for any powers to borrow money for the purpose of the Church possessed by the Board of Trustees independently of these By-Laws.</p> <p><b>ARTICLE XI DISSOLUTION</b></p> <p>11.01 Dissolution Upon dissolution, the Church shall utilize its remaining property, firstly, for payment of all debts and liabilities owing by the Church, and secondly, for distribution or disposal to Baptist General Conference – Central Canada Inc. (which maintains charitable registration no. 106885767 RR0001), provided however that if such distribution or disposal is not possible for whatever reason(s), to Baptist General Conference of Canada (which maintains charitable registration no. 129987970 RR0001).</p> <p><b>ARTICLE XII GENERAL MATTERS</b></p> <p>12.01 Amendments (a) Upon the recommendation of the Board of Trustees, these By-Laws may be amended by a motion or resolution placed before the Membership at a Membership Meeting with the motion or resolution for the amendment being adopted and approved by two-thirds (2/3) of the Members in attendance at a subsequent Membership Meeting held a minimum of twenty-one (21) days thereafter.</p>

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<p>resolution by the Board of Trustees in its sole and absolute discretion at a Meeting of the Board of Trustees, these By-Laws may be amended by a motion or resolution placed before the Membership at a Membership Meeting with the motion or resolution for the amendment being adopted and approved by two-thirds (2/3) of the Members in attendance at a subsequent Membership Meeting held a minimum of twenty-one (21) days thereafter.</p> <p>(c) Notwithstanding Sections 12.01(a) and 12.01(b), and following the prior adoption and approval of a motion or resolution by the Elders in their sole and absolute discretion at a Meeting of the Elders, Article II of these By-Laws may be amended by a motion or resolution placed before the Membership at a Membership Meeting with the motion or resolution for the amendment being adopted and approved by three-quarters (3/4) of the Members in attendance at a subsequent Membership Meeting held a minimum of twenty-one (21) days thereafter.</p> <p>12.02 Effective Date These By-Laws shall come into force and effect when adopted, approved and confirmed by the Members.</p> <p>12.03 Repeal The Constitution and the By-Laws dated effective July 1, 1984, as amended on June 12, 2016, shall both be repealed, and of no further force and effect, immediately upon the coming into force and effect of these By-laws.</p>	<p>(b) <u>Upon the written request of one (1) Member, and following the prior adoption and approval of a motion or resolution by the Board of Trustees in its sole and absolute discretion at a Meeting of the Board of Trustees, these By-Laws may be amended by a motion or resolution placed before the Membership at a Membership Meeting with the motion or resolution for the amendment being adopted and approved by two-thirds (2/3) of the Members in attendance at a subsequent Membership Meeting held a minimum of twenty-one (21) days thereafter.</u></p> <p>(c) Notwithstanding Sections 12.01(a) and 12.01(b), and following the prior adoption and approval of a motion or resolution by the Elders in their sole and absolute discretion at a Meeting of the <del>Council</del>Council, Article II of these By-Laws may be amended by a motion or resolution placed before the Membership at a Membership Meeting with the motion or resolution for the amendment being adopted and approved by three-quarters (3/4) of the Members in attendance at a subsequent Membership Meeting held a minimum of twenty-one (21) days thereafter.</p> <p>12.02 Effective Date These By-Laws shall come into force and effect when adopted, approved and confirmed by the Members.</p> <p>12.03 Repeal The Constitution and the By-Laws dated effective July 1, 1984, as amended on June 12, 2016, shall both be repealed, and of no further force and effect, immediately upon the coming into force and effect of these By-laws.</p>

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<p>CERTIFICATE</p> <p>I, Daniel Serhal, Moderator and Chairman of the Board of Trustees of GRANT MEMORIAL BAPTIST CHURCH INC., certify that the foregoing BY-LAWS were passed and enacted by the Members of GRANT MEMORIAL BAPTIST CHURCH INC. on October 28th, 2020.</p> <p>Certified: November 12th, 2020.</p> <p>copy certified by Daniel Serhal</p> <p>DANIEL SERHAL</p>	<p>CERTIFICATE</p> <p>I, Daniel Serhal, Chair and Chairman of the Board of Trustees of GRANT MEMORIAL BAPTIST CHURCH INC., certify that the foregoing BY-LAWS were passed and enacted by the Members of GRANT MEMORIAL BAPTIST CHURCH INC. on October 28th, 2020.</p> <p>Certified: November 12th, 2020.</p> <p>copy certified by Daniel Serhal</p> <p>DANIEL SERHAL</p>	<p>Hard</p>
	<p>Hard</p>	

**GRANT MEMORIAL BAPTIST CHURCH (the “Church”, or “GMBC)**

**ELDER MANDATE**

**1. Elder Overview**

**a. What is an Elder?**

An Elder is a man who is recognized as a mature Christ follower and who, upon request, commits to help carry the mantle of guardianship and spiritual stewardship of the Church.

In recognition of the distinction between the spiritual and administrative stewardship of the church, the position of Elder guards our theological integrity and provides spiritual oversight to the Church. An Elder can be likened to a lay pastor, and is entrusted to speak into the spiritual, theological, and ministry life of our members. The Senior Teaching and Ministry Pastors are also Elders, and along with appointed Elders, they comprise a group of men who speak to, and deal with, pastoral and theological concerns and interests in the lives of the Church membership.

**b. What gifts or aptitudes does it take to be an Elder?**

Elders can have diverse gifting. First, they need a close and intimate relationship with God in Christ. Second, they need a good reputation within and outside of the church. Third, they should have an inclination to study the Word of God, have an interest in theology, and be able to discern what is right and wrong. Fourth, they should be able to assess the impact of cultural, political and religious trends on church life and doctrine. It is an important role in safeguarding theological and doctrinal purity and consistency.

**c. What are the qualifications of an Elder?**

The Apostle Paul enunciates Elder qualifications in 1 Tim. 3:1-7 and Titus 1:5-9. This is a good place to start when you examine the character and conduct of a potential Elder. In addition to providing guidance to Timothy regarding qualifications for Elders and Deacons, Paul provides a note (I Timothy 3:11) about the character of women, often translated “wives”. Mentioned in the context of Deacons, we consider this to be applicable to spouses of senior leaders in the church as leaders’ spouses are often in

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possession of highly sensitive information. Detailed requirements are set out in Section 2.b of the Elders' Mandate.

**d. How does one become an Elder?**

The congregation is given the opportunity to recommend candidates to serve as Elders. Following an interview process and after careful consideration and conversations with the nominees, the Council will present to the congregation a list of qualified individuals who are willing to serve as Elders. The congregation will be given 30 days to confidentially disclose reasonable cause that an individual may not be qualified to serve. At the end of this period, the Council will make its final determination and the selected individual(s) will be presented to the congregation for affirmation and dedication.

**e. What do Elders do?**

In general, Elders try to be exemplary members and representatives of GMBC. Elders, individually, are available for teaching the Word, providing spiritual support, prayer, mentoring and discipleship, and as a group, aside from the governance duties of the Council, they encourage and support staff, prepare theological positions on church practices, help prepare the church for coming cultural and societal shifts, and maintain the Statement of Faith. Acts 20 makes some strong statements admonishing Elders to be vigilant in identifying and opposing false teaching, and to this end the Elders will be vigilant in their responsibility to ensure leadership is accountable to the members and to each other for things taught and done under the auspices of GMBC. (Acts 20:28, 30).

**2. MANDATE – Elders and the Council of Elders**

Elders at GMBC are men who have been recognized by and affirmed by the congregation as loving and seeking after God, being mature in their faith, living godly lives, being active members in church ministry, and meeting the biblical qualifications of eldership. Individually, as Elders, they offer such services as praying, teaching, mentoring, encouraging, supporting, giving wise counsel, and assisting with conflict resolution within the church body. As individuals, also, they may support the Council of Elders or senior staff, as needed, for the preparation of theological position statements, guidance documents, research or consultation efforts.

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Because the role of Elder is, in part, one of individual service to the body, and Elders are called by the congregation in large measure for their love for Christ, their character and their capacity to shepherd, their call is not bound by time, so much as by their continued faithfulness, capacity and qualifications to serve the Lord in this way.

Some or all of the individual Elders will form a Council of Elders. The Council of Elders is a decision-making body with an integral and leadership role in governance and ministry. As overseers of the theological and missional activities at Grant, they work alongside the Trustees and the Elders at large, to guide and support senior staff in leading the church in its vision and mission. It needs to be clear at the outset that although what follows outlines organizational and procedural matters, Elders rely not on themselves, but on the guidance provided by God in His Word, wisdom from the Holy Spirit and the prayers of the Body, His saints, to undertake their responsibilities. Elders are very aware of the limitations of men, and their moment by moment need to be connected with the vine, our precious Lord and Saviour, Jesus Christ is paramount. Please pray to that end – that each Elder will be seeking first His relationship with Jesus Christ as the basis for all that they do.

**a. Respecting Leadership Relationships**

**Council of Elders and the Board of Trustees**

Grant Memorial Baptist Church is a body of believers who gather together to worship and to serve one another, to grow in our faith through teaching and discipleship and go out to reach the city and beyond for Jesus Christ. This mission: Gather, Grow and Go is the spiritual and missional purpose of Grant. This is the purview of the Elders and the Council of Elders; to provide spiritual, prayerful, and theological oversight and guidance to the leaders and the body. In order for these pursuits to be successful there is a corresponding need for corporate and legal structure and services: including property and financial management, HR and IT. This is the purview of the Board of trustees. In essence, the Board of Trustees is the Board of Directors, for legal purposes. The Board is also the interface between the Church and the Boards for LCS and LMI. The juxtaposition, then, is that the Elders are to provide an appropriate spiritual and theological framework under which the Trustees and the LMI and LCS Boards and leadership make their decisions and take action. The Senior ministry leaders (currently Senior Pastor, Teaching and Senior Pastor, Ministry) report to the Council and the Senior

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operational leader (currently, Director of Operations) reports to the Board. There is deliberate overlap on the Board of Trustees and Council of Elders to ensure effective communication and avoid working at cross purposes, as well as periodic joint meetings of the Council and Board.

### **Executive Team**

The Senior Pastor, Teaching, the Senior Pastor, Ministry and the Director of Operations will comprise an Executive Team to ensure collaboration and the coordination of the successful implementation of activities under the auspices of GMBC. Together, the Teaching Pastor and Ministry Pastor will collaborate in the preparation of vision, strategy, ministry priorities, and organizational culture. The **Teaching Pastor** will communicate vision while championing a culture of leadership development, mentoring and discipleship. The **Ministry Pastor** will lead the design and the practical establishment of ministries, programs, and culture to achieve the vision. The **Director of Operations** will participate with the Teaching Pastor and Ministry Pastor to ensure the resources, systems, and facilities are in place to facilitate the ministries and activities.

#### **b. Elder Qualifications**

To be appointed as an Elder at Grant, a man must:

- meet the primary biblical qualifications as outlined in 1Timothy 3:1-7 and Titus 1:5-9
- be long standing, active member of the Church
- be at least eighteen 18 years of age; and
- show consistent evidence of the following attributes:
  - Be mature, respected within the congregation as a godly man who lives life with a clear love for and desire to serve Christ and His people
  - Have a clear desire to reach those who do not yet know Christ, or have strayed from their relationship with Him
  - Manifest the fruit of the Spirit (Gal.5:22,23)
  - Be oriented toward evangelism and discipleship (Mt, 28:18-20)
  - Model spiritual maturity

- Exercise sound judgment and discernment
- Have demonstrated leadership ability
- Be a team player with the potential to develop a good working relationship with the other Elders
- Have the time and inclination to meet with the Elders as needed (1 Peter 5:2)
- Have an awareness of God’s call (1 Timothy 3:1)
- Be committed to the Church’s Statement of Faith, mission, values, and position statements
- Have a track record of using his spiritual gifts

**A word about spouses of leaders:**

It is recognized that by virtue of the intimacy and partnership of marriage, wives of Elders are likely to be in possession of very sensitive and confidential information. The apostle Paul, in his direction to Timothy, recognizes the sensitivity of this relationship and instructs him to ensure that the wives of leaders (specifically Deacons) are of good character. He says: “In the same way, the women are to be worthy of respect, not malicious talkers but temperate and trustworthy in everything,” (1Tim. 3:11) In the ESV and NLT, “the women” is translated “wives”. At Grant, we consider this criteria also relevant for spouses of senior leaders, including Lead Pastors, Elders and Trustees.

**c. Nomination and Appointment of Elders**

Annually, Elders currently serving shall determine the number of additional Elders required to fulfill their mandate and if it is necessary to appoint new Elders, the Council will initiate the process as set out in Schedule A.

**d. Elder term of Appointment/Termination**

An Elder, by virtue of his role, will be a permanent Elder as long as he meets the requirements and qualifications of an Elder as set out above and has not resigned or otherwise been terminated from his position as an Elder. During any period of

active service, an individual's role as an Elder may be curtailed by his own decision, or for cause (i.e., moral, legal, ethical, or Biblical issues), by a three-fourths vote of all the current Elders. Curtailment does not preclude future service as an Elder, subject to the regular selection process.

For Elders to be appointed to the Council of Elders, however, their Membership on the Council will require affirmation of the members of Grant and will be for a term of three years, renewable by affirmation for an additional term, after which they must wait a year before serving on the Council again.

**e. Role of Elders**

**i. As individuals**

- a. offer such service as prayer, teaching, mentoring, encouragement, support, wise counsel, and conflict resolution to the church body
- b. support the Council of Elders, Board of Trustees, and senior staff in the performance of their responsibilities
- c. support the Council of Elders, Board or Trustees, and senior staff in the establishment of a culture of leadership development
- d. assist ministries in their assessment of materials and activities to assure theological accuracy and appropriateness
- e. care for staff to encourage them in their walk with Christ, with each other and with the congregation
- f. provide spiritual and theological support to LCS and LMI ministries.

**ii. As a Council of Elders**

In addition to serving as Elders at large, some of the Elders will be appointed to serve on the Council of Elders. With the exception of those matters stated in GMBC Member approved documentation (e.g. Bylaws, mandates), to remain within the authority of the Members or the Board of Trustees, the Council shall be responsible to be overseers of the theological and missional activities at Grant, on behalf of the Membership from whom it has its authority. Working alongside the Board that provides logistical and administrative support, it will guide

and support senior staff in leading the church in its vision and mission to advance God’s Kingdom in Winnipeg and beyond.

Specifically, the Council will:

- a. call and oversee the senior ministry leader(s) to be hired by the Board of Trustees, subject to a vote of affirmation by the Members
- b. identify and recommend to the members for affirmation, qualified leaders to serve as Trustees
- c. support the senior leader(s) in the development and communication of vision and mission for the church
- d. support the senior leader(s) to design and implement the ministries required to achieve the mission and vision of the church
- e. collaborate with the Board of Trustees in their provision of the legal requirements of the church and the administrative and logistical support for the ministry areas
- f. establish appropriate theological positions to address our rapidly changing culture and to provide clarity of our theology, beliefs and practices
- g. anticipate cultural trends and prepare the church to address them
- h. maintain and keep current Grant's Statement of Faith, amending it as required from time to time to address new situations or to ensure clarity
- i. assist church leadership by leading the development of policies or theological statements to assist or guide them in decision making
- j. establish a culture of leadership development within and for GMBC
- k. assist ministries in assuring their teachings and activities are theologically accurate and appropriate
- l. care for staff (individual and corporate) to encourage them in their walk with Christ, with each other and with the congregation
- m. initiate church discipline or conflict resolution where appropriate

**Schedule A**

**ELDER NOMINATION AND APPOINTMENT**

The following process will be undertaken to appoint Elders at GMBC.

In the event that new Elders are required, incumbent Elders will:

- A) Provide the congregation with information regarding the biblical qualifications for Elders, their scriptural role, and the appointment process.
- B) Provide the congregation the opportunity and means to recommend to the Council, candidates for consideration as prospective Elders. The Council will share the list with Elders, the Board of Trustees and senior leaders for consideration and comment.
- C) The Council will inform the men recommended as Elders, that they have been so recommended and that they should engage in prayerful self-appraisal and personal evaluation in light of the scriptural qualifications. Any person may withdraw their name at that point if they do not aspire to the position of Elder (1 Tim. 3:1) or if they do not believe they adequately meet the qualifications.
- D) The names of the remaining candidates shall be brought before the Members of the Church, who will be given thirty days to show cause why any of the candidates would not be qualified to serve. Consistent with Matthew 18:15 and Matthew 5:24, any Member with such cause must first express his or her concern to the candidate. If the presenting issue is not resolved and the candidate does not subsequently remove himself from consideration, the participating Member must then express his or her concern to the Council for appropriate action.
- E) Based on the number of Elders required and the prayerful assessment amongst themselves, the Trustees and the senior leaders regarding the respective qualifications and gifts of the candidates, the Council, in consultation with the Elders at large, will choose who among them to call as Elders.
- F) The newly appointed Elders will be presented to the Members of the Church for affirmation and dedication.

**Schedule B**  
**COUNCIL RULES OF PROCEDURE**

**1. Composition**

- a. The Council shall consist of a minimum of four (4) and a maximum of nine (9) members elected by the Membership to represent them in accordance with this mandate. In addition to the elected Council members, the Teaching Pastor and Ministry Pastor and one person from the Board of Trustees shall be ex officio members of the Council.
- b. Subject to clause (a), the specific number of Elders comprising the Council from time to time shall be determined in the sole and absolute discretion of the Council.

**2. Officers**

The Council shall annually:

- a. appoint one of the Elders to serve as the Chairman of the Council.
- b. appoint one of the Elders to serve as the Vice-Chairman of the Council.
- c. appoint one of the Elders to serve as the Secretary of the Council who shall maintain a record of the proceedings and minutes of the Meetings of the Council.

**3. Meetings**

The Council shall meet at a minimum of six (6) times annually.

- a. Additional Meetings of the Council may be held when determined, in the sole and absolute discretion of the Chairman of the Council or upon demand of a majority of members of the Council, that any such additional meetings are necessary, advisable, beneficial, or in the best interests of the Church.
- b. Subject to clause (b), meetings of the Council shall occur at such times and places as determined in the sole and absolute discretion of the Chairman of the Council.

#### **4. Notice and Omission**

- a.** Communications within the Council shall be undertaken in a manner agreeable to all Council members, including mail or electronic. Notice of all meetings of the Council, specifying the time and place thereof, shall be provided to each member in a manner and timeframe agreed to by the Council members.
- b.** A meeting of the Council may be held at the close of every Membership Meeting without notice.
- c.** Subject to quorum requirements, the accidental omission to give the required notice and/or non-receipt of such notice by any Council member shall not invalidate any business transacted at any meeting of the Council, unless otherwise provided by the Council members in attendance at the meeting of the Council.
- d.** Subject to quorum requirements, any Council member may at any time waive notice of a meeting of the Council and may ratify and approve any or all proceedings taken.
- e.** Subject to quorum requirements, all meetings of the Council shall be deemed to be meetings of the full Council.

#### **5. Quorum**

- a.** At all Meetings of the Council, a quorum for the transaction of business at any such meeting shall be constituted by the attendance in person of not less than a Majority of the total number of the Council members as at date of that meeting.
- b.** In the absence of a quorum, the meeting shall be adjourned to a date thereafter fixed at the meeting, of which adjourned meeting notice shall be given in the form and manner prescribed by Section 3.11, and at such adjourned meeting the Trustees present in person shall constitute a quorum.

#### **6. Meetings by Electronic Means**

Members of the Council may participate in meetings in person, or virtually by means of a telephonic, an electronic or other communication facility such that all participants are able to communicate adequately with each other during the

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meeting, and a Council member participating virtually in a meeting is deemed to be present at the meeting and is thus entitled to *participate fully* at that meeting.

## **7. Council Decision Making**

Meetings will operate on consensus.

- a. Members will seek to understand the interests of each member and to endeavour to satisfy all of the interests represented. (Phil 2:4)
- b. Except in extreme circumstances, until all Elders are prepared to support a decision, no decision will be made. Consensus is arrived at when there are no outstanding concerns sufficient to withhold support for a decision.
- c. In circumstances where a decision is required, and If all avenues of discussion have been exhausted and a decision has not been reached by consensus, the Elders will prepare a document expressing a “without consensus” decision in which those Elders who dissent from the majority opinion will be given an opportunity to state the reason for their dissent.

## **8. Conflict of Interest Disclosure**

- a. An Elder shall disclose to the Council any matter which is or might reasonably be seen to be a conflict of his personal interests with the interests of the Church.
- b. An Elder who has disclosed a conflict of interest or potential conflict of interest in matters respecting the Council, shall, at the discretion of the Council, not participate on the Council for such a time as the potential conflict might exist; or
- c. On all matters of conflicting personal interest, the Council member shall refrain from the discussion and voting on such matters at both meetings of the Council and Membership Meetings.

## **9. Binding upon Council members**

Decisions taken by the Council members participating in a meeting of the Council shall be binding upon all Council members and Elders.

**10. Disqualification from Council**

A Council member that: a) by self disclosure; or b) in the opinion of a minimum of 2/3 of the Council members, fails to continue meeting the qualifications for an Elder or Council member, shall be disqualified from continuing to serve as a Council member, and immediately ceases to be a Council member.

**11. Removal from Council**

Upon approval of two-thirds (2/3) of the members of the Council, a Council member may be removed from Council, where, in the opinion of the Council:

- a. The Council member fails to attend regular meetings of the Council without reasonable cause; or,
- b. the Council member has conduct which impairs his service as a member of the Council

**12 Resignation from Council**

- a. A Council member may resign by written notice to the Chairman of the Council.
- b. The Chairman of the Council may resign by written notice to the Secretary of the Council and the other Elders.

**Vacancy**

In the event of a vacancy for any of the foregoing reasons, the Council may, from among the Elders, appoint a replacement Council member to serve the remaining term of the vacating Council member, provided however such appointment shall be confirmed at the next Membership Meeting by a confirming vote of the Members.

**Schedule C**  
**ELDERS' COVENANT**

Grant Memorial Baptist Church is a community of believers that form a part of God's universal church. It is owned by Him, is headed by Christ for the glory of God the Father, and is empowered by the Holy Spirit. Leadership is entrusted by God, empowered by His Spirit, and exercised in communion with Christ.

The congregation has assigned spiritual leadership to the Elders. Elders are a group of individuals considered to be qualified to oversee the spiritual development of the community by virtue of their love for their Lord and Savior Jesus Christ and their desire to serve Him, as well as for their: biblical qualifications (see 1 Tim. 3 and Titus 1), spiritual gifts, character, and life experience. They are appointed by the Council of Elders and affirmed by the members for an indefinite period of time and they are charged with seeking to discern God's will both for the future of GMBC as well as for its current priorities and operations.

In order to provide effective spiritual oversight, the Elders commit to the following covenant as their relational and operational guide:

**Commitment to Grant**

- We will seek to protect the authority and integrity of the Scriptures as set out in the GMBC Statement of Faith in any teaching or other activities conducted under the auspices of GMBC.
- We will seek to represent the interests of Grant Memorial and the ministries it oversees and shepherd its role in God's Kingdom.
- We will seek to anticipate new and emerging cultural issues that could impact the Grant community. Through prayer and study we will seek to identify the biblical mandate for addressing these issues and endeavor to prepare our leadership and congregation accordingly.
- We will pray regularly for the Lead Pastors; for the Board of Trustees and the boards of Linden Christian School and Lindholm Ministries; as well as for staff and lay ministry leaders and will seek to provide wise biblical counsel to them upon request.

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- We will take seriously our biblical ordained mandate to pray for healing and spiritual restoration with members of the Grant community (James 5:14-15) who request it.
- We will offer to provide conflict resolution services between individuals if called upon to do so.
- Where disagreement arises concerning theological issues or other debates that affect the life of the GMBC congregation, we will seek to resolve them through prayer, Bible study and discussion, and we will develop policies that are scripturally sound and God-honouring first and foremost, and that reflect the experience of the Grant community. (Acts 15)
- We will reinforce church discipline as the need arises, deriving our authority as the spiritual shepherds of the Grant community from the GMBC members. We will do so in a way that models itself on the Chief Shepherd and Guardian of our souls, Jesus Christ (1 Pet. 2:25, 5:4), with an eye to facilitating and encouraging reconciliation wherever possible (Rom. 12:18)
- We will provide support, advice and encouragement to the Lead Pastors, and we will strive to foster an environment where they feel safe to express their thoughts, concerns, challenges and triumphs with their fellow Elders.
- We will endeavour to encourage the Grant community to participate in prayer and service by example (1 Pet. 5:3).

**Commitment to each other**

- We understand that to be effective Elders, we must cultivate exceptional, godly relationships and make unity one of our highest priorities. Accordingly, we will be guided by God’s Word, particularly Paul’s admonishment to the Colossians in Ch. 3, 12-14:
  - “Therefore, as God’s chosen people, holy and dearly loved, clothe yourselves with compassion, kindness, humility, gentleness and patience. Bear with each other and forgive one another if any of you has a grievance against someone. Forgive as the Lord forgave you. And over all these virtues put on love, which binds them all together in perfect unity.”
- We will regularly pray for and support each other.

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- We will function in the understanding that our relationship as brothers in Christ will endure for eternity, aware that our attitudes, words, actions and decisions can have eternal consequences.
- Where the Elders (**or Council of Elders**) make a consensus decision, Elders dissenting with the decision will avoid negative comments beyond their written dissent associated with the consensus decision process.

### **Commitment for Meetings**

- We will endeavour to prepare for and attend as many meetings as possible.
- Meetings will operate on consensus.
  - Members will seek to understand the interests of each member and to endeavour to satisfy all of the interests represented. (Phil 2:4)
  - Except in extreme circumstances, until all Elders are prepared to support a decision, no decision will be made.
  - In circumstances where a decision is required, and if all avenues of discussion have been exhausted and a decision has not been reached by consensus, the Elders will prepare a document expressing a "without consensus" decision in which those Elders who dissent from the majority opinion will be given an opportunity to state the reason for their dissent.
- Elder discussions will be “safe”, without fear of retribution or disclosure of anything said that could provide external embarrassment or retribution to any member.
- Meetings will be characterized by respect, truth telling in love (Eph. 4: 15, 25, 29), confidentiality and individual transparency (Ja. 5:16; Phil. 1:9-10).
- Elders will be quick to listen and slow to speak (Ja. 1:19)—listening with curiosity, not judgment—so that we might understand what has been said before responding.

Name: \_\_\_\_\_

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

Signature: \_\_\_\_\_

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**MANDATE**

**GRANT MEMORIAL BAPTIST CHURCH (the “Church”, or “GMBC”)**

**Board of Trustees**

### **Introduction**

Trustees at GMBC are individuals who have been recognized by the Members as being mature in their faith, living godly lives, are active in serving the Church, and meet the biblical character qualifications of Deacon. These individuals are elected by the Members to comprise a Board of Trustees as required by the Corporations Act of Manitoba. This Board has an integral stewardship role in governance and ministry, by overseeing the corporate activities at Grant. The Board supports the Council of Elders (the “Council”) by governing the corporate affairs of the GMBC organization. They have a fiduciary responsibility to oversee all the activities falling within the domain of the Church, including Lindenholm Ministries Inc. and Linden Christian School Inc., including the organization’s legal and financial health. This includes compliance with corporate legal and regulatory requirements as well as the operational support systems such as property management, finances, human resources, and information technology. This responsibility is specifically to support the broader, ministry focused, activities of the Body overseen by the Elders.

### **Respecting Leadership Relationships**

#### ***Council of Elders and Board of Trustees***

*Grant Memorial Baptist Church is a body of believers who gather together to worship and to serve one another, to grow in our faith through teaching and discipleship and go out to reach the city and beyond for Jesus Christ. This mission: Gather, Grow and Go is the spiritual and missional purpose of Grant. This is the purview of the Elders and the Council of Elders; to provide spiritual, prayerful, and theological oversight and guidance to the leaders and the body. In order for these pursuits to be successful there is a corresponding need for corporate and legal structure and services: including property and financial management, HR and IT. This is the purview of the Board of trustees. In*

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*essence, the Board of Trustees is the Board of Directors, for legal purposes. The Board is also the interface between the Church and the Boards for LCS and LMI. The juxtaposition, then, is that the Elders are to provide an appropriate spiritual and theological framework under which the Trustees make their decisions and take action. The Senior ministry leaders (currently Senior Pastor, Teaching and Senior Pastor, Ministry) report to the Council and the Senior operational leader (currently, Director of Operations) reports to the Board. There is deliberate overlap on the Board and Council to ensure effective communication and avoid working at cross purposes, as well as periodic joint meetings of the Council and Board.*

The Teaching Pastor, Ministry Pastor and Director of Operations comprise an Executive Team to ensure collaboration and the coordination of the successful implementation of activities under the auspices of GMBC. Together, the Teaching Pastor and Ministry Pastor will collaborate in the preparation of vision, strategy, ministry priorities, and organizational culture. The **Teaching Pastor** will communicate vision while championing a culture of leadership development, mentoring and discipleship. The **Ministry Pastor** will lead the design and the practical establishment of ministries, programs, and culture to achieve the vision. The **Director of Operations** will participate with the Teaching Pastor and Ministry Pastor to ensure the resources, systems, and facilities are in place to facilitate the ministries and activities.

### **Trustee Qualifications**

To be appointed as a Trustee at Grant, a *person* must:

- meet the biblical *character* qualifications as outlined in 1Timothy 3:1-7 and Acts 6:1-6
- be a member of GMBC in good standing for a minimum of one (1) year
- Be committed to the Church’s Statement of Faith, mission, values, and position statements
- be a resident of Manitoba
- *be at least 18 years of age*
- not be an “Ineligible Individual” as defined in Section 149.1(1) of the Income Tax Act (Canada)

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- not be of unsound mind, and/or not having been found so by a Court anywhere in Canada or elsewhere
- not bankrupt
- show evidence consistent with the following attributes:
  - Be mature, respected within the congregation as of godly person and who lives life with a clear love for and desire to serve Christ and His people
  - Model spiritual maturity
  - Manifest the fruit of the Spirit (Gal.5:22,23)
  - Exercise sound judgment and discernment
  - Have demonstrated leadership ability
  - Be a team player with the potential to develop a good working relationship with the Council of Elders, staff, volunteers, and other GMBC Ministry areas
  - Have the time for, and inclination to attend meetings of the Board of Trustees as needed (1 Peter 5:2) already listed above

#### **A word about spouses of leaders**

It is recognized that by virtue of the intimacy and partnership of marriage, spouses of Trustees are likely to be in possession of very sensitive and confidential information. The apostle Paul, in his direction to Timothy, recognizes the sensitivity of this relationship and instructs him to ensure that the wives of leaders (specifically Deacons) are of good character. He says: “In the same way, the women are to be worthy of respect, not malicious talkers but temperate and trustworthy in everything,” (1 Tim. 3:11) In the ESV and NLT, “the women” is translated “wives”. At Grant, we consider this criteria also relevant for spouses of senior leaders, including Lead Pastors, Elders and Trustees.

#### **Nomination and Appointment**

*As required from time to time, the Elders shall form a Nominating Committee to nominate from the Membership candidate Trustees to stand for election by the Members.*

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## **Board of Trustees**

### **Composition**

The Board of Trustees shall consist of a minimum of seven (7) and a maximum of fifteen (15) Members *nominated by the Council of Elders and affirmed by the Membership* to represent them in accordance with the *By-Laws and Mandates hereunder* and shall also include one Elder as nominated by the Elders. The Board shall be composed such that more than fifty percent (50%) of the Trustees are at “arm’s length” with each other as defined in Section 251 of the Income Tax Act (Canada).

### **Responsibilities**

With the exception of those matters stated in the Act and *in the By-Laws and this mandate, to remain within the authority of the Members or Elders*, the Board of Trustees shall be responsible to govern The Church on behalf of the Membership from whom it has received its legal authority to govern. The Board of Trustees shall be responsible to hire the Executive Team, who in turn require affirmation by the Members.

In their role as overseers of all corporate aspects of GMBC, they will act as the informed voice and agents of GMBC members to:

- support the Council of Elders in the development and communication of vision and mission for the church,
- ensure all legal requirements of the church are met,
- ensure financial solvency and long-term viability of GMBC to provide ministry is maintained,
- ensure a monitoring system is in place to provide adequate oversight of the legal, financial, and operational obligations and operations,
- maintain, develop, and keep current, GMBC policies of engagement with those that report directly to the Board,
- ensure clarity of policies to assist or guide the Board, and those that report to the Board, in decision making,
- *support the* establishment of a culture of leadership development within and for GMBC,

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- Ensure the long-term viability, financial integrity, and legal requirements of LMI and LCS are maintained.

### **Appointment and Terms**

A Trustee shall be elected by the Membership for a term of three (3) years with a goal to have 1/3 of the Board be elected each year. However, no limitation is placed on the consecutive terms that can be served, subject to the normal election process.

### **Board Positions**

#### Chairman

The Board of Trustees will appoint individual Trustees to serve as a Chairman of the Board, Vice-Chair, and Secretary of the Board.

#### Meetings

The Board of Trustees shall meet at a minimum of six (6) times annually with additional meetings occurring if/when needed to attend to ensure all necessary and advisable actions for the long term best interests of the Church are attended to.

### **Disqualification/Removal/Resignation**

A Trustee that fails to continue meeting the qualifications as required shall be disqualified from continuing to serve as a Trustee, and immediately ceases to be a Trustee. A Trustee may also be removed as a Trustee where, in the opinion of the Board the Trustee has failed to attend meetings without a reasonable explanation, or has conducted themselves in a manner that impairs their service to the Board and the Members. A Trustee may resign by written notice to the Chairman of the Board of Trustees.

In the event of a vacancy for any reason, the Board of Trustees may appoint a replacement Trustee to serve the remaining term of the vacating Trustee, *subject to* such appointment *being affirmed by the Council of Elders and* confirmed at the next Membership Meeting by a confirming vote of the Members.



**GRANT**  
memorial church

## PROXY FORM

I, \_\_\_\_\_, (the “Member”) of the following address:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

being a registered member of Grant Memorial Baptist Church (the “Church”), hereby appoints \_\_\_\_\_, (the “Proxy”), of the following address:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

as my Proxy to vote on my behalf at the 2022 Fall Members Meeting of the Church.

By this appointment, all other appointments previously made by the Member are hereby revoked.

This Proxy expires upon adjournment of the 2022 Fall Members Meeting of the Church.

\_\_\_\_\_

Signature of Member

\_\_\_\_\_

Date