



# Yorkminster Park

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BAPTIST CHURCH

# CONSTITUTION

**November 18, 2007**



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# INTERPRETATION

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## 1. Definitions

In this Constitution, the following terms have the following meanings:

- (a) “Adherent” means those persons who attend services at this Church on a regular basis, who are not Members but who may wish to receive notices from this Church or attend meetings or events held at this Church;
- (b) “Adherents’ Roll” means the record maintained by the Church Clerk setting forth the names and addresses of Adherents, as amended from time to time;
- (c) “this Church” means Yorkminster Park Baptist Church;
- (d) “Congregation” means Members and Adherents collectively;
- (e) “Meeting” means any Annual Meeting, Spring Meeting, Fall Meeting or Special Meeting;
- (f) “Member” means those persons who are members of this Church on the date this Constitution comes into force, and those persons who thereafter apply to become members, and who are accepted as members, in accordance with Article VII(2);
- (g) “Members’ Roll” means the record maintained by the Church Clerk setting forth the names and addresses of the Members, as amended from time to time;
- (h) “Ministerial Team” means the Minister of the Congregation and such other persons who are engaged in accordance with Article VIII(3) with the duties and responsibilities prescribed in their respective resolutions, contracts, letters of understanding or other similar instruments;
- (i) “Trust Funds” means those gifts and bequests which are held and managed by the Board of Trustees in accordance with Article XX.

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## **2. General Rules**

- (a) In this Constitution the word “we” shall mean the Members of the Church;
- (b) the Board of Trustees is sometimes referred to as “the Trustees”;  
and
- (c) words used in the singular shall include the plural, words used in the plural shall include the singular, and words used in the masculine gender shall include the feminine and neuter genders and vice versa.

# ARTICLE I – COVENANT

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## PREAMBLE

*We believe the New Testament Church was a voluntary organization of baptized believers meeting together to maintain the worship of God, to observe the sacraments, and to promote the interests of the Kingdom of Christ.*

*We strive to follow the faith of the New Testament Church.*

*We believe Christ to be the only Head of the Church, the Word of God is the final authority and the Holy Spirit is its only guide to all truth.*

## COVENANT

*As an organized group of Christian people, we enter into Covenant one with another to walk together in Christian love; to strive for the advancement of this Church in knowledge, grace and Godly living; to promote its Christian spirit by sustaining its worship, sacraments, discipline, doctrine, and the maintenance of the Biblical norms and standards of conduct; to contribute to the support of the Ministry, to the expenses of this Church and to serve, as our respective talents and circumstances permit, the mission of the Church, which Covenant is made in the name of God the Father, Son and Holy Spirit. Amen.*

## **ARTICLE II – AFFILIATION**

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This Church is a member of the Baptist Convention of Ontario and Quebec. We agree to maintain this affiliation, support its programs, send delegates to its annual assemblies, cooperate with its officers, its boards and committees, and participate through the Toronto Baptist Ministries in the Convention, in the Canadian Baptist Ministries, and the Baptist World Alliance.

## **ARTICLE III – SACRAMENTS AND PRACTICES**

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### **1. Baptism**

The Sacrament of the Baptism of believers shall be administered to candidates who have professed their personal faith in Jesus Christ as Lord and Saviour and have been duly approved for baptism by the Board of Deacons or a committee appointed by that Board.

### **2. The Lord's Supper**

The Sacrament of the Lord's Supper shall be observed at the conclusion of the Morning Service on the first Sunday in each of the months from October to June, inclusive, and/or at such other times as the Board of Deacons may determine. All Members of this Church are expected to attend the Communion Services faithfully.

### **3. Practices**

This Church shall follow the practices of:

- (a) the presentation of children to God, and the dedication of parents to Christian parenthood, and
- (b) extending the Right Hand of Fellowship to all new Members when they unite with this Church.

## **ARTICLE IV – DEVOTIONAL SERVICES**

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Public services of worship shall be held to the glory of God and His Son, our Saviour, not less than once each Sunday throughout the year and at such other times as may be designated by the Board of Deacons.

## **ARTICLE V – GENERAL RULE**

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The affairs of this Church shall be conducted by its Members. The Members present and voting at any Meeting are deemed to express the will of all the Members and shall have final authority for decisions and actions affecting the welfare and functioning of this Church.

The Members, by this Constitution, delegate authority to the Boards, Committees or other organizations of this Church, as constituted from time to time, to act on their behalf in specified matters between Meetings of this Church, provided such delegation is not inconsistent with this Constitution. The Members present and voting at any Meeting may not override the requirements of this Constitution with respect to notice of Meetings, a quorum or the required majority of votes needed in order to carry a resolution or motion except by way of an amendment to this Constitution in accordance with Article XXV.

# ARTICLE VI – MEETINGS

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## 1. Timing of Meetings

Meetings shall be held in February, May and November of each year unless otherwise authorized by the Board of Deacons.

They shall be called:

- **Annual Meeting**, being the meeting of Members held on such day in February of each year as the Board of Deacons shall determine for the purpose of, among other things, considering and approving the financial statements for the preceding fiscal year and the annual plan and budget of this Church for the current fiscal year;
- **Spring Meeting**, being the meeting of Members held on such day in May of each year as the Board of Deacons may determine for the purpose of, among other things, electing the members of the Boards, Committees and other organizations of the Church, as they are constituted from time to time; and
- **Fall Meeting**, being the meeting of Members held on such day in November of each year as the Board of Deacons may determine, for the purpose of considering the matters specified in the notice of Meeting.

The Board of Deacons shall determine the date and may authorize a change in the month for holding any Meeting.

In addition to the foregoing, Special Meetings may be called at any time or from time to time by the Board of Deacons for the purpose or purposes set forth in the notice of Meeting. If the Board of Deacons receives a written request for a Special Meeting signed by not fewer than 25 Members, the Chair shall call a Special Meeting for the purpose set out in the written request within 60 days of the receipt of that request by the Chair or Secretary of the Board of Deacons.

## 2. Notice of Meetings

Notice of all Meetings shall be printed in the weekly calendar of this Church for at least two Sundays prior to the holding of the Meeting.

In addition, written notice shall be sent to each Member at the Member's last known address as it appears on the Members' Roll at least fifteen days before the date of the Meeting, if:

- (i) a Special Meeting has been called; or
- (ii) any of the following matters is to be considered at a Meeting, namely:
  - the allocation of any Trust Funds in excess of \$25,000;
  - the acquisition or sale or other dealing with the real property of this Church;
  - the calling of a member of the Ministerial Team or the Director of Music; and/or
  - an addition or amendment to this Constitution.

All notices shall state the time, date, place and the purpose or purposes for which the Meeting has been called.

A notice sent through the post office may be addressed to more than one person if the address of those to whom the notice is sent is the same on the Members' Roll.

The accidental failure to send a notice to one or more Members shall not invalidate the holding of the Meeting or the business conducted thereat.

### **3. Fiscal Year**

The fiscal year of this Church shall be the calendar year.

The financial statements of the General and Trust Accounts for the prior year, and the annual plan and budget for the ensuing year shall be presented at the Annual Meeting.

### **4. Quorum**

Fifty Members present in person shall constitute a quorum at any Meeting. With no quorum a meeting may be adjourned to a time and date within 60 days, chosen by the Chair. Notice of such adjourned meeting shall be given as set out in (2) above.

## **5. Voting**

Only Members of this Church are entitled to vote at any Meeting. Each Member shall be entitled to one vote. Unless otherwise provided in this Constitution, a simple majority of the Members present and voting shall carry any motion or resolution.

## **6. Conduct of Affairs**

The Chair of the Congregation, or in the absence of the Chair, the Vice-Chair of the Congregation shall act as Chair of all Meetings. In the absence of both, the Chair of the Board of Deacons or his/her designate shall preside.

If the Chair of the Meeting so stipulates, or if five or more Members present so request, a vote shall be taken by secret ballot; otherwise, all votes shall be by show of hands. The determination of the Chair of the Meeting as to whether any motion or resolution has passed shall be final and conclusive.

Any business or affairs relative to this Church may be transacted at any Meeting, duly called and constituted as provided herein, unless otherwise provided in this Constitution.

# **ARTICLE VII – MEMBERS**

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## **1. Present Members**

Members of this Church on the date of adoption of this Constitution shall be Members of this Church until such time as they cease to be Members in accordance with the provisions of this Constitution.

## **2. New Members**

Any person acknowledging and agreeing to Article I may be considered as an applicant for membership through:

- (i) baptism as envisaged in Article III(1); or
- (ii) letter of transfer from another Baptist church, providing the person has a letter indicating good standing or commendation from such church; or
- (iii) experience, providing the person:
  - is an immersed believer who, in consequence of any particular circumstance, has no regular letter of transfer or commendation; or
  - is, or has been, an active member of another Christian Church and has made a confirmation or profession of faith in Jesus Christ as Lord and Saviour and, if possible, presents a letter of transfer or commendation from the church in which the person is, or was, a member; or
  - is unable to be baptized by immersion because of a personal handicap or infirmity and has made a profession of faith in Jesus Christ as Lord and Saviour.

All applications to become a Member shall be made to one of the Ministerial Team or to one of the Deacons. The application shall be forwarded to the Board of Deacons.

The Board of Deacons, in consultation with the Ministerial Team, shall devise an application process which may involve the holding of classes for applicants and which shall include, at a minimum, an interview of the applicant by a member of the Ministerial Team or the Board of Deacons.

The Board of Deacons, upon receiving a report that an applicant has completed the member application process and wishes to become a

Member, shall vote on the application. The Board shall promptly inform the applicant and the Church Clerk of the results and the Church Clerk will in turn report the Board's decision to the next Meeting of this Church.

It is expected that all Members will conduct themselves in a manner that is respectful of the Covenant.

### **3. Termination of Membership**

Members desiring a letter of transfer commending them to another Christian Church shall apply to the Minister of the Congregation or to the Church Clerk. Such request shall be sent to the Board of Deacons who may authorize the Church Clerk to write the necessary letter and report this action to the next Meeting of this Church.

The Church Clerk, upon being notified by the Board of Deacons or by one of the Ministerial Team that a Member has died, shall remove the Member's name from the Members' Roll and report this to the next Meeting of this Church.

If a Member fails to attend any of the services of or make contact with this Church for a period of three years, the Board of Deacons, after satisfying itself as to the circumstances, may transfer the Member's name from the Members' Roll to an Inactive List and so advise the person wherever possible. If a Member has been on the Inactive List for a period of two years, he or she may be terminated as a Member by a vote of the Members at any Meeting upon the recommendation of the Board of Deacons, provided that the Member has not in the meantime indicated a desire to continue as a Member.

A Member whose name is on the Inactive List may be restored to the Members' Roll with the approval of the Board of Deacons. In the event of a request being made by a Member to have his or her name removed from the Members' Roll, such request shall be referred to the Board of Deacons who will take action best suited to the circumstances.

### **4. Discipline of Members**

In the case of exercising its right to discipline a Member for cause, the Members shall observe the directions contained in the Word of God and shall adopt the Christian spirit of charity and tolerance.

# **ARTICLE VIII – THE MINISTRY**

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## **1. Composition and Responsibilities**

The Ministerial Team shall be composed of the Minister of the Congregation, and such other persons, whether ordained clergy or not, who are engaged as such by this Church. The Ministerial Team shall be responsible to the Members, through the Board of Deacons, to provide spiritual leadership in achieving the goals agreed upon by the Members through the planning process.

## **2. Minister of the Congregation**

The Minister of the Congregation shall provide leadership to the Ministerial Team and shall have primary responsibility for conducting the services of worship held in the name of this Church and for the preaching ministry of this Church; and, in consultation with other members of the Ministerial Team, shall arrange for the conducting of weddings and funerals and shall perform such other duties as may be requested by the Members or the Board of Deacons.

The Minister of the Congregation shall be an ex officio non-voting member of all Boards, Committees and other organizations of this Church.

## **3. Additional Members of the Ministerial Team**

Additional members of the Ministerial Team shall have responsibility for those ministries and programs as are set out in the resolution, contract, letter of understanding and/or other instrument associated with their engagement, and shall be ex-officio, non-voting members of the Board specified in such document.

## **4. Accreditation**

(a) The Minister of the Congregation shall have been ordained as a minister in, or his/her ordination shall be recognized by:

- (i) a Baptist Convention in fellowship with the Canadian Baptist Ministries, or
- (ii) a Baptist Convention of another country, whose ordination standards are acceptable to the Credentials Committee of the Baptist Convention of Ontario and Quebec, or

- (iii) the analogous ordination authority within another Christian denomination, whose ordination standards are acceptable to the Credentials Committee of the Baptist Convention of Ontario and Quebec.
- (b) It is preferable that one or more additional members of the Ministerial Team be ordained. If ordained, they shall meet the requirements of paragraph (a) above.

## **5. Terms of Service**

The Minister of the Congregation, and other members of the Ministerial Team, shall, on the recommendation of the Board of Deacons, be engaged for such fixed or indefinite term of service as set out in the resolution passed by the Members at a Meeting, called and held in accordance with Article VI(2) and Article VIII(6) (f) below.

The Members, at a Meeting duly called for the purpose, on recommendation of the Board of Deacons, may terminate or extend the term of any or all members of the Ministerial Team.

## **6. Vacancies in the Ministerial Team**

The procedure for filling a vacancy in the Ministerial Team shall be as follows:

- (a) whenever a vacancy occurs in the Ministerial Team, the Board of Deacons shall meet forthwith for the purpose of appointing from among the Members a Ministerial Replacement Committee (MRC);
- (b) the MRC shall consist of not less than 7 Members, and shall be representative of the Board of Deacons, the Board of Finance and Administration, and of the men, women and young people of this Church;
- (c) the MRC shall, in consultation with the Human Resources Advisory Committee, develop a job description, title, salary, and benefits package for the position to be filled, consistent with the vision of this Church and the long range plan, and shall report regularly to the Board of Deacons on their deliberations;

- (d) the MRC shall confer with the Baptist Convention of Ontario and Quebec, and may confer with other organizations as required, to obtain the names of suitable candidates to fill the vacancy;
- (e) the MRC shall have authority to interview and negotiate in confidence with prospective candidates until satisfied as to a candidate's suitability, and shall then report on its search to the Board of Deacons;
- (f) the Board of Deacons, if and when recommending a candidate to become a permanent member of the Ministerial Team, shall present such recommendation to a Meeting of the Members. Any resolution adopting the recommendation, in order to be passed, will require the approval of at least 75% of the Members present and voting.

## **7. Engagement of Persons in an Interim or Part-time Capacity**

The Board of Deacons may make arrangements to engage persons as members of the Ministerial Team on an interim or part-time basis, and shall report on any such arrangements to the Members at the next Meeting. Where the Board of Deacons recommends that such an interim or part-time arrangement with any one person extend for longer than twelve months, the Board of Deacons shall present such recommendation to a Meeting of the Members. Any resolution adopting the recommendation, in order to be passed, will require the approval of at least 75% of the Members present and voting.

# **ARTICLE IX – BOARDS AND COMMITTEES – GENERAL**

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## **1. Boards**

There shall be the following standing Boards:

- Board of Deacons
- Board of Finance and Administration
- Board of Christian Education
- Board of Mission
- Board of Music
- Board of Trustees
- Church Extension Fund Board

## **2. Standing Committees**

There shall be the following standing Committees:

- Audit Committee
- Budget Committee
- Human Resources Advisory Committee
- Nominating Committee

## **3. Board Composition**

(a) The number of elected members of each standing Board of the Church shall be as follows:

- |                                       |    |
|---------------------------------------|----|
| • Board of Deacons                    | 21 |
| • Board of Finance and Administration | 12 |
| • Board of Christian Education        | 12 |
| • Board of Mission                    | 12 |
| • Board of Music                      | 12 |
| • Board of Trustees                   | 7  |
| • Church Extension Fund Board         | 7  |

(b) One-third of the elected Board members shall be elected annually at the Spring Meeting for a term of office of three years, except as otherwise provided in the case of the Board of Trustees and the Church Extension Fund Board.

- (c) The number required to constitute a quorum shall be not less than one-half of the total membership of each Board.
- (d) Only Members are eligible to be elected or appointed as members of a Board. Any person may be appointed to a sub-committee of a Board.
- (e) No Member shall serve on more than one Board, except for the Board of Trustees or the Church Extension Fund Board, and except for a Life Deacon.
- (f) No Member, having served one term on a Board of this Church, shall be eligible for re-election or appointment to that Board for one year, except for the Board of Trustees and the Church Extension Fund Board.
- (g) When a vacancy occurs among the members of any Board, provided Articles IX(3)(h) or XXVIII are not applicable, the remaining members of the Board shall appoint a member for the balance of the term of the person replaced and such appointment shall be reported immediately to the Chair of the Congregation and to the next Meeting.
- (h) When three or more vacancies among the elected members of any Board exist concurrently, the vacancies shall be filled only by election at a Meeting of this Church and the Church Council shall recommend persons to fill the vacancies.
- (i) Except as otherwise provided in this Constitution, any person attending a meeting in an ex officio capacity shall be entitled to participate in discussions, and, except for the members of the Ministerial Team and other salaried employees of this Church, may make motions and vote.

#### **4. Conduct of Board and Standing Committee Affairs**

- (a) Each Board and Standing Committee may enact rules or regulations covering procedural and administrative matters relating to the conduct of its affairs.
- (b) Each Board shall elect a Chair and Secretary from amongst its members.

- (c) Each Standing Committee Chair is appointed pursuant to Articles XVI, XVII, XVIII and XIX.
- (d) A Standing Committee member may serve on another Standing Committee or Board of this Church.

## **5. Life Deacons**

In recognition of Christian leadership and service, the Members, upon the recommendation of the Board of Deacons, may appoint any Deacon or former Deacon to be a member of the Board of Deacons during the life of such person provided he or she remains a Member of this Church.

The number of Life Deacons may vary from time to time but may not exceed seven.

A Life Deacon may serve on any other Board or Committee of this Church.

# **ARTICLE X – BOARD OF DEACONS**

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## **1. Responsibility**

The principal function of the Board of Deacons is to provide leadership to this Church. Among its duties are the inspiration, encouragement and development of the spiritual life of this Church; the pastoral care of the Congregation; and the witness of this Church in the wider community. Without limiting the generality of the above, the Board shall:

- (a) be responsible, between Meetings of this Church, for the activities of this Church, except where a Board, Committee, or other organization is specifically charged with a particular responsibility, either by this Constitution or by a resolution of the Members passed at a Meeting;
- (b) maintain close contact with the other Boards of this Church and may act in an advisory capacity to any Board, Committee or other organization of this Church;
- (c) maintain close contact with the members of the Ministerial Team, aid and assist them with their duties and assist at worship services by serving Communion and in other ways that may be required;
- (d) make jointly with the Board of Finance and Administration, after consultation with the Human Resources Advisory Committee, all financial and other arrangements with the Ministerial Team;
- (e) determine after consultation with the Ministerial Team when services of public worship will be held in this Church and, in addition, determine what other services, meetings or events will be held in the sanctuary, the Centennial Chapel or the narthex;
- (f) consult regularly with the Congregation for the purpose of establishing the long range plan setting out the priorities of this Church and, in consultation with other Boards and Committees, give direction to this Church in accordance with such priorities;
- (g) prepare and recommend to the Church Council an annual plan of activities for the Board of Deacons, consistent with the long

range plan of this Church, highlighting any new initiatives and their anticipated receipts and expenditures, and provide an explanation of any initiatives mandated under this Church's long range plan that are deferred in the current annual plan;

- (h) prepare and recommend to the Budget Committee detailed estimates of anticipated receipts and expenditures of the Board of Deacons for the ensuing fiscal year;
- (i) appoint annually from the Congregation a Communication Committee and designate its duties pertaining to maintaining regular contact with all Members of this Church, and fostering effective communication within this Church and from this Church to the wider community;
- (j) recommend annually to the Members a person to be appointed Chair of the Communication Committee and, in the case of a vacancy in the office, appoint a successor to perform the duties until the position is filled at the next Meeting;
- (k) recommend annually to the Members a Member to be appointed Church Clerk and, in the case of a vacancy in the office, appoint a successor to perform the duties of the Church Clerk until the position is filled at the next Meeting;
- (l) appoint by resolution the Trustees of this Church and submit their names for confirmation by the Members at the next Meeting; and
- (m) recommend to the Members, as necessary, the names of Members to act as delegates to the annual meetings of the Baptist Convention of Ontario and Quebec and the Toronto Association of Baptist Churches.

## **2. Membership**

The Board of Deacons shall consist of 21 elected members and such Life Deacons as are appointed pursuant to Article IX(5), and, in any event, no more than 28 members, excluding ex-officio members.

The Board shall appoint annually from among its members one representative to the Budget Committee and two representatives to the Nominating Committee.

# **ARTICLE XI – BOARD OF FINANCE AND ADMINISTRATION**

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## **1. Responsibility**

The principal function of the Board of Finance and Administration is to establish, co-ordinate, maintain and monitor the financial and human resources policies and practices of this Church and to administer the business matters relating to this Church and its properties. Without limiting the generality of the above, the Board shall:

- (a) be responsible for the keeping of adequate financial records, the timely filing of all reports required by law and regulation, the maintenance of confidential records of all donations to this Church, the appointment of a Church Administrator, and the safekeeping of all Church funds other than the Trust Funds;
- (b) foster financial stewardship and inform the Congregation regularly with respect to the financial condition of this Church;
- (c) prepare and recommend to the Church Council an annual plan of activities of the Board of Finance and Administration, consistent with the long range plan of this Church, highlighting any new initiatives and their anticipated receipts and expenditures; and provide an explanation of any initiatives mandated under this Church's long range plan that are deferred in the current annual plan;
- (d) prepare and recommend to the Budget Committee detailed estimates of anticipated offerings and other revenues of the Board for the ensuing year;
- (e) provide the Budget Committee with the estimated expenditures which are not the direct responsibility of another Board;
- (f) receive from the Budget Committee the proposed consolidated annual budget submission for the ensuing year and assess both the assumptions and any concerns expressed therein;
- (g) request a meeting of the Church Council, if the proposed consolidated annual budget reflects a deficit or there are other concerns, in order to discuss and seek resolution of such concerns;

- (h) present a proposed consolidated annual budget to the Members for approval. If, following (g) above, a deficit and/or other concerns remain, the Board shall recommend to the Members measures to be considered prior to approval of the proposed consolidated budget.
- (i) ensure procedures and practices are in place to monitor and report expenditures against individual budgets on an ongoing basis to each Board and the Church Council so that action can be taken to ensure budgets are not overspent without prior approval of the Board of Finance and Administration;
- (j) receive from, and approve prior to implementation, all fund-raising initiatives not approved in the annual plan that are being proposed by any Board or the Yorkminster Park Women's Ministries.
- (k) make jointly with the Board of Deacons, after consultation with the Human Resources Advisory Committee, all financial and other arrangements with the Ministerial Team;
- (l) employ and supervise a Church Administrator and ensure his/her terms of employment and duties are documented, in consultation with the Human Resources Advisory Committee. The Chair of the Board may assist, as needed, the Church Administrator with the hiring of other salaried or contract employees and shall ensure that the terms of employment and duties are documented in accordance with policies and practices established in consultation with the Human Resources Advisory Committee.
- (m) recommend annually to the Members a person to be appointed Treasurer and, in the case of a vacancy in the office, appoint a successor to perform the duties of the Treasurer until the position is filled at the next Meeting;
- (n) recommend to the Members independent professionals to serve as auditors or accountants for the ensuing year;
- (o) recommend annually to the Members a person to be appointed Chair of the Property Committee, and in the case a vacancy occurs, appoint a successor to perform the duties of the Chair

until the position is filled at the next Meeting. In addition, the Board shall appoint annually the members of the Property Committee. The Board shall designate the duties of the Property Committee pertaining to the repair and maintenance of Church property, which shall include land, buildings, furniture, fixtures, and equipment, excluding only items of property which the Church Council may specify to be the responsibility of another Board or the Yorkminster Park Women's Ministries;

- (p) approve and control the use of all Church property with the exception of the sanctuary, Centennial Chapel and the narthex;
- (q) report to the Board of Trustees whenever any material change occurs to any of the real property of this Church, whether by construction, repair, or damage, and in any event no less frequently than twice yearly;
- (r) provide advice, after consultation with the Human Resources Advisory Committee, to any Board regarding the financial arrangements and related terms of employment for employees not directly supervised by the Board of Finance and Administration; and
- (s) prepare and submit annually to this Church the financial statements, accompanied by a signed report by the auditors or accountants engaged under (n) above.

## **2. Membership**

The total membership of the Board of Finance and Administration shall be 15, consisting of 12 elected members, and, as ex-officio members, the Treasurer, the Chair of the Property Committee, and the Church Administrator.

The Board shall appoint, from among its members, four representatives to the Budget Committee and two representatives to the Nominating Committee, one of whom it shall designate as the Chair of that Committee.

One elected member of the Board may be designated to attend the meetings of the Board of Trustees, as an ex-officio member, without the right to vote.

## **ARTICLE XII – BOARD OF CHRISTIAN EDUCATION**

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### **1. Responsibility**

The principal function of the Board of Christian Education is to provide programs and activities for education and Christian development in this Church in conjunction with the Ministerial Team. Without limiting the generality of the above, the Board of Christian Education shall:

- (a) recommend annually to the Members a person to be appointed Church School Coordinator and, in the case a vacancy in that office occurs, appoint a successor to perform the duties of the Church School Coordinator until the position is filled at the next Meeting;
- (b) set and approve the curriculum of the Church School in collaboration with the Church School Coordinator, which curriculum will be supportive of Article I (Covenant);
- (c) enlist, appoint and provide for the training of all teachers and staff responsible to the Board;
- (d) provide programs and activities for education and development of the children, youth and adults of this Church, having regard for the needs and gifts of all;
- (e) sponsor and promote special projects and programs which the Board may from time to time support;
- (f) provide local and international mission education for the Church School children and youth in collaboration with the Board of Mission;
- (g) have joint responsibility with the Board of Music for the activities of any and all youth and children's choirs or musical groups;
- (h) supervise the use and care of accommodation, equipment and furnishings acquired for, or assigned to, the Board;
- (i) prepare and recommend to the Church Council an annual plan of activities for the Board of Christian Education, consistent with the long range plan of this Church, highlighting any new

activities and their anticipated receipts and expenditures, and provide an explanation of any initiatives mandated under this Church's long range plan that are deferred in the current annual plan;

- (j) prepare and recommend to the Budget Committee detailed estimates of anticipated receipts and expenditures of the Board for the ensuing year; and
- (k) provide, maintain and supervise a suitable resource centre.

## **2. Membership**

The total membership of the Board of Christian Education shall be 13, consisting of 12 elected members and, as an ex-officio member, the Church School Coordinator.

The Board shall appoint one representative to the Budget Committee and two representatives to the Nominating Committee.

## **ARTICLE XIII – BOARD OF MISSION**

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### **1. Responsibility**

The principal function of the Board of Mission is to coordinate and promote the Mission and Outreach programs of this Church, and to encourage and develop interest in all branches of Canadian and International missionary endeavor. Without limiting the generality of the above, the Board shall:

- (a) assist and advise the Board of Finance and Administration in the collection and disbursement of funds for missionary and denominational purposes in accordance with the budget approved by the Members;
- (b) recommend annually the amount to be budgeted for the Baptist Convention of Ontario and Quebec and the Toronto Baptist Ministries;
- (c) co-operate with the Yorkminster Park Women's Ministries and the Board of Christian Education in promoting missionary education in the Church and the Church School;
- (d) keep this Church informed respecting the missionary program of the Baptist Convention of Ontario and Quebec and of the Canadian Baptist Ministries, and other mission programs supported by this Church;
- (e) review and research areas in which this Church should be creatively engaged in mission and outreach;
- (f) develop programs of outreach;
- (g) prepare and recommend to the Church Council an annual plan of activities of the Board of Mission, consistent with the long range plan of this Church, highlighting any new initiatives and their anticipated receipts and expenditures; and provide an explanation of any initiatives mandated under this Church's long range plan that are deferred in the current annual plan; and
- (h) prepare and recommend to the Budget Committee detailed estimates of anticipated receipts and expenditures of the Board for the ensuing fiscal year.

## **2. Membership**

The total membership of the Board of Mission shall be 12 elected members.

The Board shall appoint, from among its members, one representative to the Budget Committee and two representatives to the Nominating Committee.

# **ARTICLE XIV – BOARD OF MUSIC**

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## **1. Responsibility**

The principal function of the Board of Music is to provide the music for the worship services in the sanctuary of this Church and for other musical events related to worship programs. Without limiting the generality of the above, the Board shall:

- (a) select and recommend for approval, by 75% of the Members present and voting on such resolution at a Church Meeting, a Director of Music, specifying his or her duties and terms of engagement. The Director of Music shall be an ex-officio member of the Board of Music and shall report regularly to that Board. The Board shall also act in the absence of the Director of Music.
- (b) jointly with the Board of Finance and Administration and after consultation with the Human Resources Advisory Committee, fix the remuneration of the Director of Music, soloists, musicians, and others employed to assist the Director of Music and the Board for commitments extending beyond single events, and specify length of contract and terms of engagement.
- (c) develop a program of music for regular Sunday services and special services of the Church in consultation with the Minister of the Congregation, the Ministerial Team, the Director of Music, and the Board of Deacons;
- (d) establish policies and maintain musical standards for all services and performances in the sanctuary, the narthex and the Centennial Chapel in consultation with the Director of Music, the Minister of the Congregation and the Board of Deacons;
- (e) prepare and recommend to the Church Council an annual plan of activities for the Board of Music, consistent with the long range plan of this Church, highlighting any new initiatives and their anticipated receipts and expenditures, and provide an explanation of any initiatives mandated under this Church's long range plan that are deferred in the current annual plan;

- (f) prepare and recommend to the Budget Committee detailed estimates of anticipated receipts and expenditures of the Board for the ensuing fiscal year;
- (g) support the Director of Music in recruiting and reviewing the performance of choir members and soloists, as well as the services of other musicians;
- (h) have joint responsibility with the Board of Christian Education for the activities of any and all youth and children's choirs or musical groups; and
- (i) supervise the use, maintenance and care of the organ, and all equipment and furnishings acquired for, or assigned to, the Board, including all pianos and other musical instruments within this Church.

## **2. Membership**

The total membership of the Board of Music shall be 15, consisting of 12 elected members, and, as ex-officio non-voting members, two members from the choir and the Director of Music. A member of the choir may not at any time be an elected member or officer of the Board of Music, nor may an elected member or officer of the Board join the Choir after their election to the Board.

The Board shall appoint, from among its members, one representative to the Budget Committee and two representatives to the Nominating Committee.

# **ARTICLE XV – YORKMINSTER PARK WOMEN’S MINISTRIES**

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## **1. Responsibility**

The principal responsibilities of the Yorkminster Park Women’s Ministries are to cultivate a spirit of Christian fellowship among the women of this Church and provide opportunities to become acquainted with and participate in the total ministry of this Church at home and abroad. These opportunities are open to all women of this Church, and in affiliation with the Baptist Women of Ontario and Quebec.

The Yorkminster Park Women’s Ministries shall establish its own long-range plan consistent with the vision of this Church. It shall establish procedures, maintain bank accounts and present its financial report annually to its members.

The Yorkminster Park Women’s Ministries shall appoint, from among its members, one representative to the Budget Committee and two representatives to the Nominating Committee.

# **ARTICLE XVI – BUDGET COMMITTEE**

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## **1. Responsibility**

The function of the Budget Committee is the preparation of a proposed consolidated annual budget of receipts and expenditures for the ensuing fiscal year for presentation to the Board of Finance and Administration prior to that Board's regular January meeting. The Budget Committee shall:

- (a) request the submission, prior to November 30 of each year, of the estimates of general offerings, other receipts, expenditures, allotments and other commitments for the ensuing year from each Board in order to prepare an initial proposed consolidated annual budget;
- (b) assess whether or not the estimated projections for all budget categories are financially sound, and negotiate changes in these proposals in the context of the present and anticipated financial resources of this Church. However, the Committee is not empowered to change or eliminate a proposed program from the budget without the agreement of the Board affected; and
- (c) provide comments, in its submission to the Board of Finance and Administration, on both the assumptions and any concerns related to the proposed consolidated annual budget.

## **2. Membership**

The Budget Committee shall consist of 9 members and shall be appointed prior to November 1 each year.

The Committee shall consist of the Chair or the Vice-Chair of the Board of Finance and Administration, three other representatives of the Board of Finance and Administration and one representative of each of the Board of Deacons, the Board of Christian Education, the Board of Mission, the Board of Music and Yorkminster Park Women's Ministries.

The Board of Finance and Administration, in accordance with Article XI(2), shall designate the Chair of the Budget Committee from amongst its representatives to the Budget Committee.

# **ARTICLE XVII – NOMINATING COMMITTEE**

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## **1. Responsibility**

The function of the Nominating Committee is to prepare a list of nominees to be elected at the Spring Meeting and to obtain the consent of such persons to act, if elected, for:

- (a) the positions of Chair and Vice-Chair of the Congregation; and
- (b) all vacancies to the elected positions.

## **2. Membership and Tenure**

The Nominating Committee shall consist of 15 persons as follows:

- (a) two Members-at-large, who will be proposed by the Church Council;
- (b) with the exception of the Board of Trustees and the Church Extension Fund Board, two representatives selected by and from the other Boards and the Yorkminster Park Women's Ministries; and
- (c) the Vice-Chair of the Congregation, who shall be the Chair of the Nominating Committee.

The Committee shall be appointed annually no later than the Annual Meeting and shall continue to function until the close of the Spring Meeting.

## **3. Process**

In addition to its own deliberations, the Committee shall:

- (a) invite nominations from the Members which must be submitted at least 30 days before the Spring Meeting. Such nominations shall be in writing, signed by the nominator and by the nominee to indicate consent to act if elected;
- (b) not nominate themselves or a fellow member of the Nominating Committee, to any Board of this Church: and
- (c) publish its report not later than the Sunday morning preceding the Spring Meeting by posting it in the Yorkminster Park Centre and the narthex, or in such other place or places or in such other manner as it may deem advisable. It shall submit its report on the nominations at the Spring Meeting.

When an election is required, the Committee shall make all the necessary preparations for holding the election by ballot.

# **ARTICLE XVIII – AUDIT COMMITTEE**

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## **1. Responsibility**

The Audit Committee shall oversee the financial reporting process and ensure the objectivity of the independent auditors or accountants recommended to the Members by the Board of Finance and Administration pursuant to Article XI(1)(n). The Committee shall be responsible for:

- (a) appointing a Chair from within its members;
- (b) reviewing the scope of the engagement of the independent auditors or accountants and ensuring that costs are properly managed;
- (c) ensuring that the timing of the engagement is reasonable;
- (d) evaluating the results of the examination with particular emphasis on the strengths and weaknesses of internal controls;
- (e) reviewing in detail the financial statements and annual report and any other financial information before presentation to the Board of Finance and Administration and the Board of Trustees for their approval; and
- (f) recommending appropriate action to be taken to address any issues raised by the annual examination process.

## **2. Membership**

The Audit Committee shall consist of 3 Members, appointed annually at the Spring Meeting, on the recommendation of the Board of Finance and Administration.

# **ARTICLE XIX – HUMAN RESOURCES ADVISORY COMMITTEE**

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## **1. Responsibility**

The function of the Human Resources Advisory Committee is to provide a forum for consultation and advice to Boards on employee matters. The Committee shall advise and serve as a resource to Boards in adopting and maintaining employment arrangements in order to conform to both legal and reasonable employment policies and practices and to provide consistency for all employees of the Church. The employment matters on which the Committee are to be consulted include, but are not limited to:

- (a) human resource policies and practices of this Church, in order to ensure their ongoing consistency, relevancy and currency;
- (b) annual salary and benefits packages for all employees; and
- (c) in advance of any Board commencing a search process for any employee, the proposed job description, title, salary and benefits package to be offered. Final drafts of all employment agreements are to be reviewed by this Committee.

## **2. Membership**

The Human Resources Advisory Committee shall consist of 7 persons, as follows:

- (a) three persons appointed annually at the Spring Meeting on the recommendation of the Church Council pursuant to Article XXII(1)(f). These members may also serve on any other Board or Committee of this Church;
- (b) the Chair or his/her designate from the Board of Deacons, the Board of Finance and Administration and the Board of Music; and
- (c) the Church Administrator, as an ex-officio, non-voting member.

The Committee shall appoint a Chair from one of its members elected by the Members, who shall report annually to the Church Council.

## **3. Meetings**

The Committee shall meet not less than twice each year.

# **ARTICLE XX – BOARD OF TRUSTEES**

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## **1. Responsibility**

The Trustees shall hold the real property of, and all Trust Funds acquired through gifts or bequests by, this Church.

## **2. Membership**

The Board of Trustees shall consist of 7 Members of this Church, appointed by resolution of the Board of Deacons and confirmed at a Meeting of the Church.

Each Trustee shall hold office for a term of 7 years and shall be eligible for re-appointment for one additional term of 7 years.

Having served two successive terms, a member shall not be eligible for re-election or appointment for one year.

A Trustee shall not be eligible for appointment after reaching the age of 75 but may complete his or her current term of appointment.

Vacancies on the Board of Trustees shall be filled by a resolution of the Board of Deacons and confirmed at a Meeting of the Church.

One elected member of the Board of Finance and Administration, so designated by that Board, shall be entitled to attend the meetings of the Board of Trustees without the right to vote.

The Board of Trustees shall elect from among its members a Chair and a Vice-Chair and may appoint a Secretary who need not be a Trustee. The Board of Trustees may appoint such committees, including an Investment Committee, as the Board may decide.

The Treasurer of this Church shall be the Treasurer of the Board of Trustees. The Treasurer shall report regularly to the Board of Trustees and shall be entitled to attend its meetings without the right to vote.

## **3. Trust Funds**

Trust Funds are gifts and bequests donated to, or for, this Church and shall be delivered to, and held by, the Trustees in trust for this Church subject always to any terms, conditions or trusts imposed by the donor or the testator, or by law. Unless otherwise directed by the donor, these bequests or gifts shall be added to and managed within the Endowment Fund of this Church.

#### **4. Designated Funds**

If the donor or testator has specified that a gift or bequest shall be used for a specific project or program or for the operating expenses of this Church, unless such gift or bequest is specifically stated to be “in trust”, the capital of the gift or bequest is not a Trust Fund but is a Designated Fund.

If the capital of the gift or bequest and the likely duration of the Designated Fund warrants, a named Designated Fund may be established for the purpose of the gift or bequest, by resolution adopted by the Members at any Meeting of this Church, provided the resolution has been recommended by the Board of Finance and Administration and the Board of Deacons.

The resolution establishing the named Designated Fund may provide that the Board of Trustees shall manage such fund in accordance with the Board of Trustees’ investment policy, as it is from time to time. Disbursements from a named Designated Fund shall be made in accordance with the resolution establishing the fund.

#### **5. Authority to Invest Trust Funds**

The Board of Trustees shall invest all monies held by them in trust in securities, and may vary such securities from time to time. These monies shall be managed by the Trustees in accordance with investment policies, standards and procedures conforming in all respects to those which would be applied by a prudent trustee administering the property of another person, in order to avoid undue risk of loss and obtain a reasonable return.

The Board of Trustees may hold securities in nominee form in the name of the Trustees at any investment dealer owned and controlled by a Schedule 1 Canadian Chartered Bank, and are authorized to pay fees for related investment, audit, and accounting services from the income of the respective Trust Funds.

#### **6. Signing Authority**

Unless otherwise required by law, at least two Trustees shall sign on behalf of the Trustees.

## **7. Building Contingency Fund**

The Trustees shall set aside, out of the securities held by them and available for the purpose, securities having a market value of a minimum of \$750,000 to be designated the Building Contingency Fund. All income derived from the securities comprising the Building Contingency Fund shall be added to, and form part of, the capital thereof. Whenever the underlying market value of the securities comprising the Building Contingency Fund falls below \$750,000, the Trustees shall make up such deficiency as soon as possible from other monies or securities held by them and available for the purpose.

The monies and securities of the Building Contingency Fund may be applied from time to time only for the purpose of alterations, additions to, renovation or restoration of the buildings and fixed equipment on the real property held by the Trustees for the Members, on the authority of a resolution passed by at least 66 $\frac{2}{3}$ % of Members present in person and voting at a Meeting duly called for the purpose, provided that no such resolution shall be passed unless:

- (a) the Board of Deacons and the Board of Finance and Administration have recommended it; or
- (b) written notice of the resolution has been given to the Board of Trustees, the Board of Deacons and the Board of Finance and Administration at least 30 days prior to the holding of such Meeting; and
- (c) notice of the resolution has been printed in the weekly calendar of the Church for at least two Sundays prior to the holding of such Meeting. Such notice shall indicate the general nature of the resolution but need not specify the actual wording.

## **8. Endowment Fund**

Money and securities held by the Trustees from time to time, and not otherwise designated, shall be held in the Endowment Fund and used and applied by them for such purposes of this Church as may from time to time be approved and authorized by resolution passed by at least 66 $\frac{2}{3}$ % of the Members present in person and voting at a Meeting duly called for the purpose, provided that no such

resolution shall be passed at any time when the market value of the securities comprising the Building Contingency Fund is less than \$750,000, and provided further, that no such resolution shall be passed unless:

- (a) the Board of Deacons and the Board of Finance and Administration have recommended it; or
- (b) written notice of the resolution has been given to the Board of Trustees, the Board of Deacons and the Board of Finance and Administration at least 30 days prior to the holding of such Meeting; and
- (c) the amount proposed to be used exceeds \$25,000, notice of such resolution has been printed in the weekly calendar of this Church for at least two Sundays prior to the holding of the Meeting.

**9. Confirmation of Securities**

The money and securities held by the Trustees may be confirmed at any reasonable time by any of the Trustees, or by the auditors or other independent professionals, duly appointed by the Members in accordance with Article XI(1)(n) of this Constitution.

**10. Real Property**

All real property belonging to this Church, or acquired from time to time, shall be vested in the Trustees “in trust” for the Members and shall be registered in the name of the Trustees of this Church. No part of such real property shall be sold, exchanged, encumbered or otherwise dealt with by the Trustees except in accordance with a resolution passed by at least 66⅔% of the Members present in person and voting at a Meeting duly called for the purpose, provided that no such resolution shall be passed unless:

- (a) the Board of Deacons and the Board of Finance and Administration have recommended it; or
- (b) written notice of the resolution has been given to the Board of Trustees, the Board of Deacons and the Board of Finance and Administration at least 30 days prior to the holding of such meeting; and

(c) notice of such resolution has been printed in the weekly calendar of this Church for at least two Sundays prior to the holding of such Meeting.

### **11. Obligation to Insure Real Property**

The Trustees shall insure and keep insured the buildings, fixed equipment and chattels on the real property held against loss or damage by fire and by or from other perils and risks and in such amounts as they consider reasonable. The Trustees shall also cause an appraisal of such buildings, fixed equipment and chattels to be made by an independent appraiser whenever they consider it necessary or desirable. The cost of such insurance and appraisals shall be paid by the Trustees out of Trust Funds.

The Board of Finance and Administration shall report to the Trustees whenever any material change occurs to any of the real property of this Church, whether by construction, repair, or damage, and in any event no less frequently than twice yearly. The Trustees may rely upon and be protected in acting on such reports.

### **12. Reporting to the Membership**

At each Annual Meeting and at such other Meetings as the Board of Deacons or the Board of Finance and Administration may request, the Board of Trustees shall present a financial statement of the money and securities held by them and, if required, particulars of the insurance in force relating to the property of this Church.

# **ARTICLE XXI – CHAIR OF THE CONGREGATION**

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## **1. Position and Tenure**

A Chair and a Vice-Chair of the Congregation shall be elected by the members at the Spring Meeting each year. The Chair and/or Vice-Chair shall be eligible for re-election for one year. The Vice-Chair of the Congregation shall fulfill the duties of the Chair when requested or when directed to do so by this Constitution.

## **2. Responsibilities**

The responsibilities of the Chair of the Congregation are to:

- (a) preside at all Meetings of this Church, and specifically to:
  - (i) prepare and publish, in cooperation with the Chair of the Board of Deacons and the Church Clerk, notices of all Meetings;
  - (ii) prepare the agenda for all Meetings, in cooperation with the Chairs of Boards;
  - (iii) ensure that the necessary reports are prepared and submitted; and
  - (iv) preside at other functions of the Congregation when requested.
- (b) preside at all meetings of the Church Council, and specifically to:
  - (i) ensure that a secretary is appointed annually to record minutes; and
  - (ii) convene and prepare the agenda for all meetings

The responsibility of the Vice-Chair of the Congregation is to ensure that a Nominating Committee is established no later than the Annual Meeting, and specifically to:

- (i) call and attend the first meeting of the Nominating Committee;
- (ii) ensure that the members of the committee are informed of their duties; and
- (iii) ensure that all those who are elected or appointed at the Spring Meeting to Boards or Committees are notified of their election or appointment.

# **ARTICLE XXII – CHURCH COUNCIL**

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## **1. Responsibility**

The function of the Church Council is to provide a forum for consultation, information sharing and co-ordination amongst the Boards of this Church, in order to ensure a common purpose and direction in this Church's ministry. The Council shall:

- (a) coordinate and guide the integration of individual Board plans or programs into a comprehensive annual plan for this Church which is consistent with the vision and long range plan adopted by the Members. The Church Council shall attempt to seek a consensus with the Board of Finance and Administration that the proposed consolidated annual budget is considered to be reasonably attainable;
- (b) seek Members' approval for the annual plan and provide a summary, with explanation, of any initiatives mandated under this Church's long range plan that are deferred in the current annual plan;
- (c) monitor, through feedback from each Board, progress on the implementation of the Boards' initiatives and achievement of their respective budgets;
- (d) report to this Church, at each Meeting, the progress made in achieving the annual plan;
- (e) review any proposed significant initiative by a Board, which is not part of the annual plan of this Church, to ensure that all Boards clearly understand the initiative, its impact on the mandate of other Boards and the annual budget of this Church, and attempt to reach a consensus if the initiative is to be presented to the Members for consideration; and
- (f) recommend annually to the Members three persons to be appointed to the Human Resources Advisory Committee.

## **2. Membership**

The Church Council shall be composed of the Chair of the Congregation, the Vice-Chair of the Congregation, the Church Clerk

and the Chair and Vice-Chair, or designate, of each of the Boards and Yorkminster Park Women's Ministries, with the exception of the Board of Trustees, in respect of which only the Chair is entitled to be a member of the Church Council. In the event that a member of the Church Council is unable to attend a particular meeting thereof, he or she may designate an alternate to attend in his or her place, provided such alternative is a member of such Board or Ministries, as the case may be.

Members of the Ministerial Team and other salaried employees of this Church may attend meetings of the Church Council in an ex-officio, non-voting capacity at the invitation of the Chair.

### **3. Meetings**

The Church Council shall meet at least five times per year and at such other times as may be requested by the Chair of the Congregation. The meetings of the Church Council shall be chaired by the Chair of the Congregation, or in his/her absence, the Vice Chair. The Secretary of the Church Council shall be appointed by the Council annually and shall keep minutes.

## **ARTICLE XXIII CHURCH CLERK**

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### **1. Position and Tenure**

The Church Clerk shall be appointed by the Members annually at each Spring Meeting, on the recommendation of the Board of Deacons. The Clerk may appoint an Assistant Church Clerk if deemed appropriate, which appointment shall be ratified by the Board of Deacons. In the event that a vacancy in the office occurs, the Board of Deacons will appoint a successor to perform the duties of the Church Clerk until the next Meeting.

### **2. Responsibilities**

The responsibilities of the Church Clerk are to:

- (a) prepare and publish notices of all Meetings of Members, in cooperation with the Chair of the Congregation and the Chair of the Board of Deacons;
- (b) prepare and report minutes of such Meetings and notify the Boards, Committees or other persons or organizations required to carry out any matter referred to in such minutes;
- (c) maintain the Members' Roll;
- (d) report matters to this Church at a Meeting, relating to the Members' Roll, including additions, transfers, losses by death or resignation and removal of names of Members from the Members' Roll;
- (e) maintain the Adherents' Roll;
- (f) prepare and forward annual reports required by the Baptist Convention of Ontario and Quebec and by the Toronto Baptist Ministries; and
- (g) perform such other duties as may be requested by the Chair of the Congregation.

## **ARTICLE XXIV – TREASURER**

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### **1. Position and Tenure**

The Treasurer shall be appointed by the Members annually at each Spring Meeting, on the recommendation of the Board of Finance and Administration. In the event that a vacancy in the office occurs, the Board of Finance and Administration will appoint a successor to perform the duties of the Treasurer until the next Meeting.

The Treasurer shall be a member of the Board of Finance and Administration, ex officio with the right to vote, and shall act as the Treasurer of the Board of Trustees, without the right to vote.

### **2. Responsibilities**

The principal functions of the Treasurer are to:

- (a) provide supervision over all Church funds;
- (b) provide such financial reports as may be requested by the Board of Finance and Administration or the Board of Trustees;
- (c) provide the auditors or accountants elected by the Members as a result of the recommendation of the Board of Finance and Administration pursuant to Article XI(1)(n) with such information, documents and assistance as may be required by them to report on these financial statements to the Members; and
- (d) perform such other related duties as may be required by the Board of Finance and Administration or the Board of Trustees.

# **ARTICLE XXV – CONSTITUTIONAL AMENDMENT**

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## **1. Conditions**

This Constitution may be amended at any Meeting of this Church provided that:

- (a) amendments to the Constitution are proposed by a Board or by not fewer than 25 of the Members by a requisition in writing signed by such Members;
- (b) such proposed amendments to the Constitution are submitted first to the Board of Deacons for its recommendation; and
- (c) notice of the proposed amendments is given to the Members in the notice calling the Meeting to approve them.

## **2. Voting**

Any amendment to this Constitution must be approved by a vote of at least 66 $\frac{2}{3}$ % of the Members present and voting.

## **3. Effective Date**

This Constitution takes effect from the date of its adoption by the Members, November 18, 2007.

The former Constitution dated June 1, 1993, and all amendments thereto, are hereby repealed as of the date of adoption.

# **ARTICLE XXVI – DISSOLUTION**

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## **1. Authorization**

The Members may, at any Special Meeting duly called for the purpose, by resolution authorize the dissolution of this Church by a vote of at least 66 $\frac{2}{3}$ % of Members present and voting. Subject to (2) below, any such resolution may specify the manner in which certain of the property or assets of this Church shall be dealt with on dissolution.

## **2. Disposition of Property**

The Board of Trustees shall have responsibility for the orderly disposition of the property and assets of this Church upon its dissolution.

The Board of Trustees shall ensure that all of the debts, liabilities and obligations of this Church are duly paid, discharged or otherwise satisfied. Following such payment, discharge or other satisfaction, the remaining property and assets of this Church shall be distributed to one or more charitable institutions In Canada, having the same or substantially the same purposes or objects as this Church, that are registered as such under the Income Tax Act (Canada).

# **ARTICLE XXVII – CHURCH EXTENSION FUND BOARD**

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The Church Extension Fund is the revolving fund, held by the Trustees, established in 1961 for the purpose of assisting the Toronto Baptist Ministries of the Toronto Area Association of the Baptist Convention of Ontario and Quebec in extension programs.

## **1. Responsibility**

The functions of the Church Extension Fund Board are:

- (a) to consider all applications for loans from the Fund;
- (b) subject to (3) below to direct the Trustees to lend all or part of the Fund; and
- (c) to set the terms and conditions of such loans.

## **2. Membership**

- (a) The Church Extension Fund Board shall consist of 7 Members, elected, as and when required, at the Spring Meeting.
- (b) Each member of it shall be elected for a term of 7 years and may be re-elected for one additional term. Having served two successive terms, a member shall not be eligible for re-election or appointment for one year.
- (c) Vacancies on the Board shall be filled by election at the Spring Meeting.

## **3. Conditions of Loans**

Without the prior written consent of the Board of Deacons, the Church Extension Fund Board shall not approve any loan unless:

- (a) such loan has been recommended by the Baptist Convention of Ontario and Quebec through its duly authorized representative and by the Council of the Toronto Area Association of Baptist Churches;
- (b) the principal amount of such loan does not exceed the limit that may be fixed from time to time by the Church Extension Fund Board with the consent of the Board of Deacons;

- (c) such loan is at a nominal rate of interest or is interest-free;
- (d) the security, if any, to be taken for such loan is satisfactory to the Board;
- (e) such loan is to finance, in whole or in part, the purchase of an existing building or a building project designed by a registered architect and let by competitive tender;
- (f) the borrower agrees:
  - (i) to provide upon request of the Board mortgage security in form and substance satisfactory to the Trustees; and
  - (ii) not to create any mortgage or other encumbrance on its property from and after the date of the application for such loan except to the Trustees pursuant to (f)(i) hereof.
- (g) The Board shall report particulars of each loan approved by it to the Board of Deacons and, at each Annual Meeting of this Church, the Board shall submit a report of its activities. The financial position of the Church Extension Fund shall be reported at the Annual Meeting by the Board of Trustees.
- (h) the Board may in respect of any loan:
  - (i) from time to time authorize and instruct the Trustees to amend the terms and conditions of such loan, including, without limitation, the extension of the time of payment of all or part thereof;
  - (ii) with the prior written consent of the Board of Deacons, authorize and instruct the Trustees to forgive all or part of such loan and release the borrower from payment thereof; and
  - (i) the Trustees may rely, and shall be protected in acting, upon any written instructions certified to be correct by the Chair and the Secretary of the Church Extension Fund Board.

## **ARTICLE XXVIII – TRANSITIONAL PROVISION – REDUCTION OF SIZE OF BOARDS**

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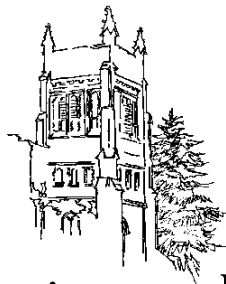
Commencing with the election at the May 2007 Business Meeting, the number of members elected to the followings Boards of the Church shall be as follows:

- Board of Deacons 7
- Board of Finance and Administration 4
- Board of Christian Education 4
- Board of Mission 4
- Board of Music 4

The members of these five Boards elected or appointed for the term 2006 to 2009 or 2005 to 2008 shall continue to serve until their term expires, but if a member so elected or appointed resigns, the Board shall not appoint another person to fill the remainder of that person's term, unless the number of members of the Board are fewer than the number set out in Article IX(2) of this Constitution.

This transitional provision will cease to have effect immediately after the Spring Meeting of the Church in 2009.





Yorkminster Park  
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