

THE FELLOWSHIP BRIDGE INTERNATIONAL SOCIETY

A non-profit Society of British Columbia

BYLAWS

ARTICLE I PRINCIPAL OFFICES

SECTION 1.1

The principal office of the Society for its transaction of business shall be located in the Province of British Columbia (the "Province").

SECTION 1.2

The Directors are granted full power and authority to change the principal office from one location to another within the Province. Any such change in location shall be noted by the Secretary but shall not be considered an amendment of this Constitution.

ARTICLE II MEMBERS

SECTION 2.1

The Steering Team, as hereinafter described in Article III, shall be considered as the Members of the Society. A "Member" is chosen from the congregants by the Steering Team and nominations are affirmed by the present Steering Team. Removal of a Member is carried out by a majority vote of the Steering Team. Vacancies may be filled throughout the year, and ratified at the annual general meeting.

ARTICLE III STEERING TEAM

SECTION 3.1 RESPONSIBILITIES

The Steering Team exists to serve the church in areas of ministry oversight, pastoral care, staff support, and through praying regularly for the church and encouraging the pastoral staff (the "Steering Team").

SECTION 3.2 SIZE

The Steering Team will be comprised of no fewer than six (6) people and no more than 12 Members, as well as staff members.

SECTION 3.3 QUALIFICATIONS

The Steering Team shall be people who already serve in the life of the church, who consistently support the church financially, and who represent diversity in terms of age and gender, as well as demography.

SECTION 3.4 COMPENSATION

The Steering Team shall serve without compensation for their services, except they shall be allowed and paid their actual and necessary expenses incurred in attending called meetings.

This clause does not prohibit a Steering Team Member from being remunerated in his/her capacity as an employee of the Society.

SECTION 3.5 TERM OF OFFICE

Each Steering Team Member shall serve a term of up to three (3) years, they may then be reappointed for an additional three (3) year term, after which the Member cannot serve for a minimum of one (1) year before becoming a Member again.

SECTION 3.6 REMOVAL FROM OFFICE

The Steering Team Members may, by a special resolution, which shall hereinafter be defined as a seventy (70%) percent vote ("Special Resolution"), remove another Member before the expiration of his or her term of office for reasons pertaining to a) doctrinal deviation from the statement of faith of the Society, b) sexual misconduct, c) misuse of church funds, or d) lack of trust in the leadership ability of said Member.

ARTICLE IV CALLING OF MEETINGS

SECTION 4.1 CALLING OF MEETINGS

Annual General Meetings and Special Meetings of the Steering Team may be called by any one (1) Member. All members must receive a 14 day advance notice of the Annual General Meeting in writing, including an agenda.

SECTION 4.2 QUORUM

Seventy (70%) percent of the members shall constitute a quorum of the Steering Team for the transaction of business.

SECTION 4.3 VOTING RIGHTS

Each Member shall have one (1) vote. Proposed matters and decisions must be approved by seventy (70%) percent of the consent of the Members, subject to the Societies Act.

SECTION 4.4 ACTION WITHOUT A MEETING

Any action required or permitted to be taken by the Members may be taken without a meeting, if all Members consent to such action as recorded in the Minutes of the proceedings of the Steering Team.

SECTION 4.5 PARTICIPATION IN MEETINGS

Members of the Steering Team may participate in a meeting through use of a telephone or similar communication equipment so long as all Members participating in such meetings can hear one another. Such participation shall constitute personal presence at the meeting.

ARTICLE V DIRECTORS

SECTION 5.1 RESPONSIBILITIES

All Directors must be active Members of the Steering Team, and in their particular role as Directors they shall serve the Society by bearing the legal responsibilities of the Society.

SECTION 5.2 APPOINTMENT

The Lead Pastor must serve as a Director as part of his job description for the church. All other Directors will be appointed by the Steering Team.

SECTION 5.3 SIZE

The Society shall have a minimum of three (3) and a maximum of five (5) Directors.

SECTION 5.4 REMOVAL OF DIRECTORS

A Director may be removed from office by Special Resolution and another Director may be elected, or appointed by ordinary resolution, to serve during the balance of the term under the conditions of removal of a Steering Team Member as outlined in Article 3.6.

SECTION 5.5 QUORUM

Sixty-five (65%) percent of the Directors shall constitute a quorum of the Board of Directors for the transaction of business.

ARTICLE VI OFFICERS

SECTION 6.1

The Officers of the Society shall be with titles and duties as determined by the Members, and fulfilled by the Directors.

ARTICLE VII CONGREGANTS

SECTION 7.1 DEFINITION OF CONGREGANTS

The congregants are defined as persons who are part of the Bridge church community (the "Congregants"). They are any persons who attend the Bridge regularly, and/or who give financial support, and/or who serve as a volunteer in the work of the church.

SECTION 7.2 CONGREGATIONAL MEETINGS

There will be a congregational meeting at minimum once a year.

All significant decisions in the life of the church will be presented at congregational meetings by the Steering Team.

SECTION 7.3 CONGREGATIONAL PARTICIPATION IN DECISION MAKING

The Steering Team will ask for affirmation by a show of hands to either ratify or reject decisions presented at the congregational meetings.

An affirmation of the majority of the Congregants is required to approve decisions at congregational meetings.

SECTION 7.4 FISCAL RESPONSIBILITY TO CONGREGANTS

The financial statements of the church are available at any time in the year, to any Congregant who requests them.

ARTICLE VIII RECORDS

SECTION 8.1 MINUTES OF THE SOCIETY

The Lead Pastor shall keep or cause to be kept at the principal office of the Society, or such other places that the Directors may order, a Book of Minutes of all the meetings of the Directors. Transcripts of these minutes shall be presented for approval at the next meeting.

SECTION 8.2 OVERSIGHT OF THE RECORDS OF THE SOCIETY

The Lead Pastor shall make service or required notices, necessary or proper, and shall supervise all the keeping of the records of the Society, and shall perform such other and further duties as may be required by law, or as may be prescribed or required from time to time by the Directors.

ARTICLE IX FINANCIAL RESPONSIBILITIES OF THE DIRECTORS

SECTION 9.1 FINANCIAL RECORDS

The Directors of the Society shall keep, or cause to be kept, and maintained in written form (or in any other form capable of being transferred into written form), adequate and correct books and records of accounts, including accounts of its assets, liabilities, receipts, disbursements, gains and losses for the previous seven (7) years, or longer if the Steering Team should decide otherwise. The books and records of accounts shall at all times be open to inspection by any Director of the Society.

The Directors shall also ensure accurate deposit of all the money and other valuables is made in the name of, and to the credit of the Society, with such depositories as may be designated by the Directors.

The Directors shall ensure disbursement of all funds of the Society are appropriate and shall render to the Members on request, an account of all such transactions of the financial condition of the Society.

SECTION 9.2 BANKING

a) SIGNING AND EXECUTION OF DOCUMENTS

All cheques and documents must be signed by two Steering Team members appointed by the Directors for that purpose.

b. BORROWING

Purchase, and lease of real property, and borrowing of money by means of personal loans, demand loans, bank overdraft or promissory notes must be approved by unanimous consent of the Directors in its entirety and the majority vote of the Steering Team, subject to the Societies Act.

c) DONATIONS

Donations are to be counted by at least two (2) tellers authorized by the Directors.

SECTION 9.3 PROPERTY RIGHTS

All property, real or personal, shall be taken and held in the name of the Society.

SECTION 9.4 OTHER FINANCIAL DUTIES

The Directors shall perform such other further duties as may be required by law or as may be prescribed or required from time to time by the Members for the sake of the Society.

ARTICLE X DEFINITION

SECTION 10

In these Bylaws, "church" is the equivalent of "Society", and "Directors" are the equivalent of "Board of Directors" as used in the Societies Act.

ARTICLE XI AMENDMENT OF BYLAWS

SECTION 11

These Bylaws shall not be amended, altered or varied except by a seventy (70%) percent vote of members present at a meeting of the Society.

**ARTICLE XII
FISCAL YEAR**

SECTION 12

Unless otherwise ordered by the Directors, the fiscal year of the Society shall terminate on the 31st day of December in each year.

**ARTICLE XIII
ACTIVITIES**

SECTION 13

The activities and purpose of the Society shall be carried on without purpose of gain for its members, and any income, profits, or other accretions to the Society shall be used in promoting the purposes of the Society. This article was previously unalterable.

**ARTICLE XIV
DISSOLUTION**

SECTION 14

In the event of dissolution of the Society, all of the funds and assets of the Society remaining after the payment or satisfaction of all liabilities of the Society shall be distributed to registered charities, which have purposes similar to those of the Society. This article was previously unalterable.