

Side by Side Comparison of 2002 and Proposed 2021 Constitution & Bylaws

February 23, 2021

<p>MENNONITE CHURCH ALBERTA</p> <p>MARCH, 2002</p> <p>CONSTITUTION AND BY-LAWS</p>	<p>PROPOSED BYLAW REVISIONS FOR MARCH 2021 DELEGATE ASSEMBLY</p> <p>CONSTITUTION AND BYLAWS OF MENNONITE CHURCH ALBERTA</p> <p>TABLE OF CONTENTS:</p>
<p>SECTION ONE</p> <p>NAME</p> <p>The name of this organization shall be Mennonite Church Alberta [hereinafter referred to as MCA or Conference].</p>	<p><u>PART A: CONSTITUTION</u></p> <p>1. NAME</p> <p>1.1. The name of this organization shall be Mennonite Church Alberta.</p>

	<p>2. BACKGROUND</p> <p>2.1. Mennonite Church Alberta can trace its roots back to 1929. The “Alberta Conference” came into existence at a meeting of Mennonite leaders in the fall of 1929. In October 1952, the “Mennonite Conference of Alberta” approved its first constitution and was registered as a corporation with the Province of Alberta. In 1967, the Mennonite Conference of Alberta was registered as a charitable organization with Canada Revenue Agency. In 1971 the constitution was revised. In October 1981, the conference changed its name to “Conference of Mennonites in Alberta”. The first bylaw of the Conference of Mennonites in Alberta was passed in April 1985 called “By-law #1”. In 1995 there were some revisions to the bylaws. In 2002 the conference changed its name to “Mennonite Church Alberta”. In that year the existing constitution and bylaws were repealed and replaced with a new constitution and bylaws. In 2003 and 2011 there were revisions approved to the constitution and bylaws, but these revisions were not registered with the Province of Alberta and thus are not enforceable.</p>
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SECTION TWO

VISION

Our vision is to be a community of Anabaptist-Mennonite congregations worshipping the Triune God, unified in Jesus Christ, guided by the Holy Spirit, living a Biblical faith, growing as communities of grace, joy and peace, and together presenting Jesus Christ to the world.

SECTION THREE

PURPOSE AND MISSION

Our mission is to glorify God by proclaiming His kingdom here on earth. To fulfill our mission, we are committed to:

- a) proclaiming Jesus Christ as the only Lord and Saviour of the world
- b) promoting conference-wide ministries of evangelism, missions, education and service
- c) planting and nurturing new congregations, encouraging local congregations to initiate mission outreach activities, supporting congregation-based ministries, and providing assistance to small groups who are unable to sustain themselves
- d) communicating with and relating to affiliated conferences and to other denominations
- e) facilitating mutual accountability between congregations in the areas of faith, life and ministry
- f) assisting congregations in calling and nurturing of leaders
- g) promoting spiritual well being and unity of spirit among member congregations
- h) planning joint worship and faith celebrations

3. VISION AND PURPOSE

- 3.1. Our vision is to be a community of Anabaptist-Mennonite congregations worshipping the one holy and loving God. Joined together in Jesus Christ, we are guided by the Holy Spirit and scripture as we seek to grow as communities of grace, joy and peace. Together we seek to embody Jesus Christ in the world.
- 3.2. Our Purpose is:
 - 3.2.1. To Promote the spiritual wellbeing and the unity of the spirit among member congregations
 - 3.2.2. To Provide mutual assistance in the work of the Kingdom of God
 - 3.2.3. To Encourage a Christian faith from an Anabaptist-Mennonite Perspective
 - 3.2.4. To Provide an avenue of engagement between the churches of the region and between regional churches in Canada
 - 3.2.5. To Provide an avenue of service within our membership and to those who are not within a member church organization
 - 3.2.6. To provide assistance to small groups or congregations who are not able to sustain themselves.

SECTION FOUR

AFFIRMATION OF FAITH: (Following is a summary of Articles 1-24 of the Confession of Faith in a Mennonite Perspective; refer to complete text as adopted at the delegate session of the General Conference Mennonite Church and the Mennonite Church meeting at Wichita, Kansas, July 25-30, 1995)

1. We believe that God exists and is pleased with all who draw near by faith. We worship the one holy and loving God who is Father, Son, and Holy Spirit eternally. God has created all things visible and invisible, has brought salvation and new life to humanity through Jesus Christ, and continues to sustain the church and all things until the end of the age.
2. We believe in Jesus Christ, the Word of God become flesh. He is the Saviour of the world, who has delivered us from the dominion of sin and reconciled us to God by his death on a cross. He was declared to be Son of God by his resurrection from the dead. He is the head of the church, the exalted Lord, the Lamb who was slain, coming again to reign with God in glory.
3. We believe in the Holy Spirit, the eternal Spirit of God, who dwelled in Jesus Christ, who empowers the church, who is the source of our life in Christ, and who is poured out on those who believe as the guarantee of redemption.
4. We believe that all Scripture is inspired by God through the Holy Spirit for instruction in salvation and training in righteousness. We accept the Scriptures as the Word of God and as the fully reliable and trustworthy standard for Christian faith and life. Led by the Holy Spirit in the church, we interpret Scripture in harmony with Jesus Christ.
5. We believe that God has created the heavens and the earth and all that is in them, and that God preserves and renews what has been made. All creation has its source outside itself and belongs to the Creator. The world has been created good because God is good and provides all that is needed for life.
6. We believe that God has created human beings in the divine image. God formed them from the dust of the earth and gave them a special dignity among all the works of creation. Human beings have been made for relationship with God, to live in peace with each other, and to take care of the rest of creation.
7. We confess that, beginning with Adam and Eve, humanity has disobeyed God, given way to the tempter, and chosen to sin. All have fallen short of the Creator's intent, marred the image of God in which they were created, disrupted order in the world, and limited their love for others. Because of

4. AFFIRMATION OF FAITH

- 4.1. Faith statements and confession statements serve the church by providing guidance for biblical interpretation, belief and practice; building a foundation for unity and instruction in the midst of changing times; and assisting in discussing Mennonite belief and practice.
- 4.2. We accept the Confession of Faith in a Mennonite Perspective, as adopted by the Regions of Mennonite Church Canada, as a guide for faith and practice

	<p>5. AFFILIATION</p> <p>5.1. Mennonite Church Alberta is affiliated with Mennonite Church Canada and its affiliates.</p>
<p>BY- LAWS</p>	<p><u>PART B: BYLAWS</u></p>

SECTION THREE

MEMBERSHIP IN MCA

A. Process for Becoming a Member of MCA:

Any congregation that agrees with the vision, purpose and mission of MCA and adheres to the Confession of Faith in a Mennonite Perspective, as set forth in the MCA Constitution, may become a member of the Conference. A congregation wishing to unite with this Conference shall send its application in writing to the MCA secretary at least six months prior to the Annual Delegate Session, in order for its application to receive consideration at the Annual Delegate Session. This application will be reviewed by the Congregational Leadership Committee, which may recommend the application to the Annual Delegate Session for approval. Single Conference membership is encouraged.

B. Privileges and Responsibilities of Membership:

Any congregation that agrees with the vision, purpose and mission of MCA and adheres to the Confession of Faith in a Mennonite Perspective as set forth in the MCA Constitution, will participate fully with other MCA congregations in the privileges and responsibilities of membership. These privileges and responsibilities include the right to:

- send delegates to MCA delegate sessions
- participate in dialogue: delegates may speak to and vote on issues
- provide financial support for and encourage involvement by local members in Conference programs
- serve: members of MCA congregations may serve on Conference committees
- lead: members of MCA congregations may serve in appointed or elected leadership positions
- be eligible to apply for and receive financial or other necessary support from the Conference
- be full participants in all Conference sponsored or related activities and events
- promote and publicize local congregational activities/events at MCA festivals and Delegate Sessions
- access services of MC Canada and participate in the ministries of MC Canada, including sending delegates to MC Canada assemblies

C. Membership Withdrawal:

A congregation wishing to withdraw its membership in this Conference,

1. MEMBERSHIP Becoming a Member

1.1. In order for a congregation to qualify and maintain its membership within MCA, the congregation must:

- 1.1.1. affirm and support the vision, mission and purpose of MCA;
- 1.1.2. affirm and support the Confession of Faith in a Mennonite Perspective, as set forth in the Affirmation of Faith above;
- 1.1.3. send Delegates to MCA Delegate Meetings;
- 1.1.4. support the resolutions and ministries developed and accepted by the Delegate body of MCA; and
- 1.1.5. provide financial support for and encourage involvement by congregational members in MCA supported programs;

1.2. Congregations requesting membership in MCA must make application in writing to MCA Executive at least six (6) months prior to the Delegate Meeting.

1.3. The MCA Executive will review every application received and may recommend approval for a provisional one-year membership to the Delegates at the Delegate Meeting. If the conditions of the provisional one-year membership, in accordance with section 1.1.1 and 1.1.2 are met, the MCA Executive may make a recommendation for approval of full membership to the Delegates at the next Delegate Meeting. The provisional period may be extended upon agreement between the congregation and the MCA Executive.

1.4. During the provisional one-year membership MCA and the Member Congregation must:

- 1.4.1. commit to working with MCA on intentional efforts ensuring compatibility with the faith perspective of MCA and building relationships with other MCA congregations; and
- 1.4.2. build relationships with other Member Congregations.

Rights & Privileges of Members

SECTION SEVEN

DELEGATE SESSIONS

1. MCA Delegate Sessions:

- a) Annual Delegate Sessions of MCA shall be held in the spring of each year. (These sessions may also be referred to as the Annual Conference or Annual Delegate Sessions.)
- b) Special Delegate Sessions may be called by the General Council with at least one months notice to MCA congregations.
- c) Voting shall be by show of hands, or, if so requested by one or more delegates, by secret ballot.

2. Decisions at MCA Sessions:

- a) A quorum for an MCA session shall consist of 50% of the member congregations being represented.
- b) All decisions shall be determined by a 50% plus one of majority of votes cast by eligible delegates, unless a higher percentage is specified in these bylaws, by the delegate body, or by the Societies Act RSA 1980, c. S-18.

3. Representation and Privileges:

Each member congregation shall be entitled to send one delegate per fifteen members or fraction thereof, to all MCA Delegate Sessions. Delegates shall present their credentials from their congregation to the secretary of MCA. A delegate is entitled to carry one written proxy vote. Floor privileges will be extended at the discretion of the chair.

2. DELEGATE MEETINGS

- 2.1. A Delegate Meeting must be held annually between March 1 and May 31 of each year and must include the election of MCA Executive, General Council and Standing Committee Members, the consideration of the budget and the presentation of audited or reviewed financial statements, according to 10.8 and 10.9.
- 2.2. The MCA Executive, in consultation with the General Council, will:
 - 2.2.1. Set the agenda for the Delegate Meeting and will ensure that the agenda is circulated to MCA congregations in advance of the Delegate Meeting; and
 - 2.2.2. Determine the location, date and time for the Delegate Meeting. The MCA Executive will also determine when it is appropriate to have a Delegate Meeting occur by video-conference, and it will ensure that the said video-conference meeting is conducted in compliance with these bylaws.
- 2.3. Delegate Meetings will be conducted in accordance with Robert's Rules of Order and a parliamentarian will be appointed by the MCA Executive to serve at each meeting.
- 2.4. Special Delegate meetings may be called by the MCA Executive. The MCA Executive, in consultation with the General Council, will:
 - 2.4.1. Set the agenda for the Special Delegate Meeting and will ensure that the agenda is circulated to MCA congregations in advance of the Special Delegate Meeting; and
 - 2.4.2. Determine the location, date and time for the Special Delegate Meeting. The MCA Executive will also determine when it is appropriate to have a Special Delegate Meeting occur by video-conference, and it will ensure that the said video conference meeting is conducted in compliance with these bylaws.
- 2.5. Notice of every Delegate Meeting or Special Delegate Meeting must be sent to each Member Congregation at least thirty (30) days and not more than sixty (60) days prior to the date of the Delegate Meeting or

SECTION ONE

THE CONGREGATION

1. Role and Function:

The congregation is a local community of believers with a common confession of Jesus Christ as Lord and Saviour, uniting in worship, nurture, fellowship, proclamation, service, discernment, reconciliation, mutual care and discipline. It is a body of believers whose commitment to Christ and to each other and whose proximity to each other makes it possible to experience the above activities on a regular and continuing basis.

2. Relationship to MCA:

Membership in the Conference means the responsible support of positions, resolutions, and ministries developed and accepted by the delegate body of MCA. Each MCA congregation retains full privileges of self-determination with regard to organization, polity, local ministry and mission projects.

Moved to the definitions section of the new document:

- b) "Congregation" means a body of persons who have responded to the call of Christ and who are visibly grouped for the expressed purpose of implementing their obedience to Christ as head of the church;

SECTION TWO

THE CONFERENCE

1. As a Conference, MCA congregations have voluntarily joined together in relationships of love, caring and mutual accountability for the purpose of serving in and building the Kingdom of God according to the Scriptures as expressed by the Confession of Faith in a Mennonite Perspective. MCA does not exist as an entity separate from the congregations, and is the congregations joined in relationship and gathered in meeting and ministry. MCA seeks to serve and to strengthen the local congregations and provides and coordinates provincial programs.
2. As a Conference, the will of MCA congregations is expressed through the delegate body and administered through the General Council and the various Committees. MCA has authority, which rests in the congregations as expressed through the delegate body.
3. MCA is a member of Mennonite Church Canada (MC Canada) and is committed to partnership in national and international programs that advance the ministry of its congregations and affiliated organizations. Congregations may individually request consideration for special membership status with MC Canada.

3. THE REGIONAL CHURCH

- 3.1. Member Congregations will fulfill the vision, mission and purpose of MCA through General Council and various committees. MCA's authority is derived from the Member Congregations and articulated through the Delegates.

SECTION FOUR

PASTORS

Pastors provide spiritual leadership and care for MCA congregations and are seen as an important influence in shaping MCA congregations and Conference. Therefore,

- 1) Congregations will call pastors who are committed or willing to commit to an understanding of our faith and interpretation of scripture as articulated in the Confession of Faith in a Mennonite Perspective, and who are in support of the goals and programs of MCA.
- 2) MCA, through the Congregational Leadership Committee, and the congregation will provide opportunity for further study in Anabaptist-Mennonite theology and ministry through seminars and/or home study.
- 3) MCA will provide assistance through the Congregational Leadership Committee in the areas of pastoral searches, calling, ordination, reviews, credentialing and de-credentialing.
- 4) MCA, through the Pastors Council and the Congregational Leadership Committee, will organize regular pastoral and joint pastors and deacons gatherings to discuss issues of theology, practice and ministry. It is expected that congregations will provide opportunities for their pastors to participate in these encounters and in other MCA-sponsored events such as Songfest and Delegate sessions.
- 5) MCA holds the credentials of pastors, chaplains and other credentialed ministers in its congregations, and has the authority to grant or alternatively withdraw the credentials of MCA pastors.
- 6) Congregations are encouraged to recognize and celebrate their pastors during ministry at their church.

4. PASTORS

- 4.1. MCA is the accredited body that holds the credentials of pastors, chaplains and other credentialed ministers in the Member Congregations, and has the authority to grant or withdraw the credentials of pastors from Member Congregations.
- 4.2. Member Congregations recognize the important role their pastors have in shaping the ministry and health of the congregation and MCA. Member Congregations must:
 - 4.2.1. call pastors who are committed to the covenant shared by Member Congregations;
 - 4.2.2. provide opportunities for pastors to study in Anabaptist Mennonite theology and ministry;
 - 4.2.3. provide opportunities for their pastors to participate in MCA ministries such as Delegate Meetings, Pastors Council, and MC Canada meetings and ministries; and
 - 4.2.4. encourage their pastors to participate in the Pastors Council.
- 4.3. MCA recognizes the importance of supporting pastors and congregations. MCA must:
 - 4.3.1. provide assistance in the areas of pastoral searches, calling, ordination, reviews, credentialing and de-credentialing.
 - 4.3.2. organize regular opportunities to discuss issues of theology, practice and ministry.

SECTION FIVE

PASTORS COUNCIL

The Pastors Council consists of the Conference Pastor and all lead, associate and youth pastors of MCA congregations. The Conference Pastor shall lead and chair the meetings of this Council. In the event that the office of Conference Pastor is vacant, the Pastors Council will determine the leadership of the Pastors Council internally.

The purpose of this Council shall be to:

- 1) assist pastors to discern the leading of the Holy Spirit
- 2) serve as a unifying body
- 3) work toward spiritual enrichment of pastors
- 4) provide opportunity for fellowship and sharing of concerns
- 5) provide opportunity for testing of direction and exploring deeper understandings
- 6) help pastors to develop skills in dealing with significant issues within their congregation
- 7) process issues of conference-wide significance and serve as an advisory body to the General Council of MCA with regard to such issues

This Council must meet at least once a year, but it is recommended that it meet at least twice a year. Congregations are expected to encourage their pastors to be active members of this Council.

5. PASTORS COUNCIL

- 5.1. The Pastors Council is an advisory council to MCA.
- 5.2. The Pastors Council consists of:
 - 5.2.1. the MCA Executive Minister;
 - 5.2.2. the MCA Ministry Staff;
 - 5.2.3. all pastors and spiritual leaders of Member Congregations;
- 5.3. MCA Member Congregations are expected to encourage their pastors, credentialed individuals, and spiritual leaders to be active participants of the Pastor’s Council.
- 5.4. The MCA Executive Minister will serve as the chair the Pastors Council. In the event that the office of the MCA Executive Minister is vacant, then the Congregational Leadership Committee will appoint a chair of the Pastors Council.
- 5.5. The purpose of the Pastors Council is to provide a confidential space where pastors and other spiritual leaders may:
 - 5.5.1. discern the leading of the Holy Spirit;
 - 5.5.2. facilitate spiritual enrichment;
 - 5.5.3. share concerns and exploring deeper understandings;
 - 5.5.4. develop skills to deal with significant issues within their congregation;
 - 5.5.5. discuss issues of MCA-wide significance and advise MCA leadership on such issues
- 5.6. Pastors Council will meet at least two (2) times in each calendar year. It is recommended, however, that the Pastor’s Council meet more often in order to provide ongoing ministry support and to build relationships between participants.
- 5.7. The Pastor’s Council may develop its own policies and procedures concerning its meetings and operations.

SECTION SIX

CONGREGATIONAL ACCOUNTABILITY

MCA will not usually involve itself in the affairs of the local congregation, but may do so in particular circumstances as outlined below:

1. Internal Congregational Issues:

- a) Should serious irregularities or problems arise within a MCA congregation, the board, pastor, or group of members from that congregation has the right to approach the Pastors Council for help via the Conference Pastor.
- b) The Pastors Council shall determine an appropriate process and actions for resolving the problem, including dialogue, counsel, mediation, and may also recommend that outside professional help become involved.

2. Conference/Congregational Issues:

When the Pastors Council perceives that a MCA congregation is at variance with the provisions of MCA's Constitution, then:

- a) The Pastors Council shall take the initiative to engage in a process of discernment with the particular congregation over that matter. The Pastors Council may delegate a number of pastors to process that matter, keeping the MCA Executive informed of the process.
- b) When the process outlined in Six, 2 a) does not resolve the matter, then either the Pastors Council or the congregation shall ask the Executive to form an ad hoc group for the purpose of resolving the matter.
- c) If the process outlined in Six, 2 b) also fails to resolve the matter, the issue shall be presented to a MCA Delegate Session with at least three (3) months notice. At this Session, the delegates shall vote on a motion to initiate a review process which shall include the following:
 - i) a proposed period of study on the particular issues shall be conducted in all MCA congregations. This period of study shall not exceed one year and shall include one study conference facilitated by either the Pastors Council or the General Council.
 - ii) at the end of the one-year period of study, a decision will be made at a subsequent Annual Delegate Session on each of the following questions:
 - Is the stated MCA position on the issue in question basic to who we are as MCA?
 - Do we believe that the congregation is holding a position that varies significantly with that adopted by

6. CONFLICT RESOLUTION

- 6.1. MCA, Member Congregations, and their adherents are expected to address disputes and conflict in a spirit of mutual accountability and submission before Christ. In the event that there is a dispute or controversy among MCA Congregations, the boards of MCA Congregations, the pastor(s) of MCA Congregations or MCA directors, officers, committee members, or volunteers, then the parties in the dispute shall endeavor to resolve it in private meetings by following biblical principles adopting a spirit of Christian love and charity.
 - 6.1.1. The parties involved in a dispute may seek support and assistance from the MCA Executive Minister, who may, in turn, seek engagement from Pastors Council.
 - 6.1.2. If a dispute involves matters determined by MCA Executive to be subject to discipline, suspension, or termination of membership of a member Congregation, the MCA Executive will decide:
 - 6.1.2.1. if steps toward positive resolution will proceed under the procedures outlined in Clause 6.3;
 - 6.1.2.2. if the matter will be referred to the Pastors Council for deliberation outlined in Clause 6.2; or
 - 6.1.2.3. if the matter will be referred to the membership of MCA by ordinary resolution, in accordance with clause 1.11
 - 6.1.3. If a member of MCA Executive is involved in the conflict a neutral third party must be consulted in an attempt to find a resolution.
 - 6.1.3.1. If an acceptable resolution to a dispute is not found, MCA Executive will facilitate steps toward positive resolution, with the Pastors Council serving as a reference and deliberative body.
- 6.2. When a dispute involves matters of faith, theological belief, or church practice the Pastors Council shall lead a process of discernment over the matter proceeding as follows:
 - 6.2.1. The Pastors Council will engage in a process of discernment over the matter
 - 6.2.2. If the Pastors Council cannot resolve the matter, then the MCA Executive will form an ad hoc group for the purpose of resolving the matter

SECTION EIGHT

A. Organization

1. a) The Executive of MCA shall consist of the Chair, Vice-Chair, Secretary, and the Chair of the Finance Committee. When deemed necessary, elected members may be appointed annually to serve as representatives of the Executive Committee on agencies such as the Rosthern Junior College Board, hereafter referred to RJC, or the General Board of Mennonite Church Canada.
b) The election of the Chair and Vice-Chair shall be on a rotational basis for a term of two years.
c) Members of the Executive may hold the same office for three consecutive two-year terms. They shall be elected by a minimum of 50% plus one of the votes cast at an Annual Delegate Session of MCA
d) The Executive has the authority to appoint an MCA member to fill a vacancy on the Executive or the General Council. Such appointment to terminate at the subsequent Annual Delegate Session.
e) The Executive shall meet at least four times each year

2. a) The General Council shall consist of:
 - + The Executive.
 - + The chair of each of the following standing committees:
 - Missions and Service
 - Congregational Life
 - Camp
 - Congregational Leadership
 - Songfest
 - Other standing committees as may be created by MCA
 - (Members of the Executive and the General Council may also be referred to as Directors and Officers of MCA)
 - + The President of each of the following auxiliary organizations:
 - Youth of the Alberta Mennonite Church (YAMC)
 - Alberta Women in Mission (AWM)
 - Other MCA-related auxiliary organizations as may be created
 - + Representative of Pastors Council, other than the chair

- b) The General Council shall meet at least twice a year, once shortly after the Annual Delegate session, and once at least two months prior

7. ADMINISTRATIVE BODIES OF MCA

- 7.1. The Administrative Bodies of MCA in terms of their priority and authority are:
 - 7.1.1. The MCA Executive
 - 7.1.2. General Council
 - 7.1.3. Pastors Council
 - 7.1.4. Standing Committees
 - 7.1.5. Ad Hoc Committees

 - 7.2. Upon receiving a recommendation from a Member Congregation, a member of a Member Congregation may serve in an appointed or elected position on:
 - 7.2.1. the MCA Executive,
 - 7.2.2. the MCA General Council, and/or
 - 7.2.3. Mennonite Church Canada.

 - 7.3. Upon receiving a recommendation from a Member Congregation, an adherent or member of a Member Congregation may serve in an appointed or elected position on:
 - 7.3.1. an MCA Standing Committee, and/or
 - 7.3.2. an MCA Ad Hoc Committee.

 - 7.4. An adherent or member of a Provisional Member Congregation may not serve in an appointed or elected position on:
 - 7.4.1. the MCA Executive,
 - 7.4.2. the MCA General Council,
 - 7.4.3. an MCA Standing Committee,
 - 7.4.4. an MCA Ad Hoc Committee, or
 - 7.4.5. Mennonite Church Canada.
- The MCA Executive Election and Term**
- 7.5. The directors of MCA shall constitute the MCA Executive. The MCA Executive shall have a minimum of four (4) directors and a maximum of

<p style="text-align: center;">SECTION NINE</p> <p>HOLDING PROPERTY</p> <p>All MCA property shall be held in the name of Mennonite Church Alberta. This includes real estate, monies, other properties, legacies and donations held in trust and used by MCA for its work.</p>	<p>8. HOLDING PROPERTY</p> <p>8.1. All MCA property must be held in the name of MCA. This includes real estate, monies, other properties, legacies and donations held in trust and to be used by MCA.</p>
<p style="text-align: center;">SECTION TEN</p> <p>BORROWING</p> <p>For the purpose of carrying out the work of MCA, the Executive may borrow money upon the security of assets of MCA, but only after the borrowing has been authorized by a resolution duly passed at a MCA delegate session and upon notice of such intention to borrow having been given in the notice of the calling of the meeting.</p>	<p>9. BORROWING</p> <p>9.1. The MCA Executive may borrow money secured against the assets of MCA for the purpose of carrying out the work of MCA. Borrowing must be authorized by a resolution duly passed at a Delegate Meeting. In doing so, the MCA Executive will follow the requirements of the Act.</p>

SECTION ELEVEN

AUDIT

The fiscal year of MCA shall be the calendar year. The audit of MCA's financial statements shall:

- i) Be conducted by a duly qualified accountant, appointed for that purpose at the Annual Delegate Session, and
- ii) Take place as soon as possible after the end of the fiscal year.
- iii) An audited financial statement shall be presented to the members at the annual delegate sessions of MCA
- iv) The financial records and accounts of MCA shall be kept under the direction of the Treasurer in such location as agreed by the Executive
- v) All notes and contracts shall be executed on behalf of MCA by the Chair in a manner that is consistent with such terms as may be prescribed by the Executive. All cheques shall be executed on behalf of MCA by any two of the following:
 - a. the Chair
 - b. the Treasurer
 - c. the Vice Chair
 - d. the Chair of the Finance Committeein accordance with such terms as may be prescribed
- vi) The Executive may provide a common Seal for MCA to be kept at the Registered Office of MCA
- vii) The Seal shall be affixed only when authorized by Resolution of the Executive, and then only in the presence of two (2) signing officers of MCA.
- viii) The books and records of MCA shall be:
 - a. kept at a location, the address of which is to be published in the Annual Delegate Session proceedings; and
 - b. made available for inspection during normal business hours to those who are authorized representatives of a member congregation in good standing with MCA, and who have submitted a written request to the Chair of MCA. Any costs incurred from the inspection will be paid by the congregation.

10. FINANCIAL AND CORPORATE

- 10.1. The fiscal year of MCA is January 1st to December 31st.
- 10.2. Financial procedures must follow the Generally Accepted Accounting Principles (GAAP) of Canada.
- 10.3. Financial records and accounts of MCA must be kept under the direction of the Finance Chair in a location authorized by the MCA Executive.
- 10.4. If a Member Congregation wishes to inspect the financial records and accounts, the process is as follows:
- 10.5. The Member Congregation must appoint an authorized representative to complete the inspection
 - 10.5.1. The Member Congregation must request the inspection in writing to the MCA Moderator
 - 10.5.2. The MCA Moderator will review the request and determine an appropriate response within sixty (60) days. The request may be approved, approved in part, or denied.
 - 10.5.3. If the request is approved, the MCA Moderator will arrange for the appropriate documents to be made available to the authorized representative.
 - 10.5.4. Any costs incurred from the inspection will be paid by the requesting Member Congregation
- 10.6. Signing authorities of MCA include the directors of the MCA Executive who are also officers. The MCA Executive may grant very limited signing authority to MCA staff or members of the General Council as necessary. In doing so, the MCA Executive will follow the requirements of the Act.
- 10.7. All payments, including but not limited to electronic transfers, cheques, wire transfers, and bank drafts shall be authorized by at least two MCA signing authorities.
- 10.8. Delegates of Member Congregations will appoint a non-affiliated auditor(s) semi-annually in even-numbered years for the purpose of

SECTION THIRTEEN

DIRECTORS AND OFFICERS INDEMNIFICATION

MCA shall indemnify its directors and former directors and officers and their heirs and legal representatives, against all costs, charges and expenses, including an amount paid to settle an action or proceeding, or to satisfy a judgment, reasonably incurred by them in respect to any civil, criminal or administrative action or proceeding to which they are made parties by reason of them being directors or officers of MCA if they:

- 1) acted honestly and in good faith with a view to the best interests of MCA;
- 2) gave notice to the Executive of MCA of the civil, criminal or administrative action or proceeding immediately upon becoming aware of it and also cooperated with MCA in the defense of the action or proceeding to such an extent as may be reasonable in the circumstances; and
- 3) had reasonable grounds for believing the conduct was lawful or were acquitted in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty.

11. DIRECTORS AND OFFICERS INDEMNIFICATION

11.1. MCA shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer or director, of MCA against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of MCA; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

11.2. The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.

<p style="text-align: center;">SECTION FOURTEEN</p> <p>AMENDMENTS:</p> <p>1) The Constitution may be rescinded, amended or added to only by a Special Resolution (as defined in sections 1(d) and 12 of the Societies Act) passed by seventy-five percent (75%) of those delegates entitled to vote and as are present in person, at an Annual Delegate Session, of which written notice has been given to MCA congregations at least two (2) months prior to the meeting date. Such notice shall specify the intention to propose the resolution as a Special Resolution.</p> <p>2) The Bylaws may be rescinded, amended, or added to only by a Special Resolution (as defined in sections 1(d) and 11 of the Societies Act) passed by seventy-five (75%) of those delegates entitled to vote and as are present in person, at an Annual Delegate Session, of which written notice has been given to MCA congregations at least two (2) months prior to the meeting date. Such notice shall specify the intention to propose the resolution as a Special Resolution.</p>	<p>12. AMENDMENTS</p> <p>12.1. This Constitution and Bylaws may be amended, rescinded (in whole or in part), or replaced by a Special Resolution with a seventy-five percent (75%) majority vote of the Delegates present at a duly constituted Delegate Meeting.</p> <p>12.2. Notice of any proposed amendments, rescission or replacement must be submitted to the Member Congregations at least sixty (60) days and not more than one hundred fifty (150) days prior to the date of the Delegate Meeting or Special Delegate Meeting, giving the date, place and time of the meeting where such Bylaw or Constitutional amendments are to be presented for approval.</p>
<p style="text-align: center;">SECTION TWELVE</p> <p>DISSOLUTION</p> <p>In the event that MCA must be dissolved, all assets remaining after all debts and other obligations have been discharged, shall be given to registered charities which are devoted to Christian evangelism, charitable, or educational purposes, and which have Mennonite programs and affiliation.</p>	<p>13. DISSOLUTION</p> <p>13.1. In the event that MCA is dissolved or liquidated, and if there is any property remaining after all debts have been paid and obligations have been discharged, such surplus property shall be distributed to registered Canadian charities that are:</p> <p>13.1.1. devoted to Christian evangelism, charitable, or educational purposes, and</p> <p>13.1.2. have Mennonite programs and affiliation.</p>