

## **Policy on Organization and Government**

### **THE CHRISTIAN AND MISSIONARY ALLIANCE IN CANADA – L'ALLIANCE CHRETIENNE ET MISSIONNAIRE AU CANADA**

#### **Article 1 – Constituent Elements of Organization**

The following elements constitute the organized work of The Christian and Missionary Alliance in Canada:

- a) A legislative body, known as the General Assembly,
- b) An executive body, known as the Board of Directors,
- c) District organizations in Canada,
- d) Alliance churches in Canada,
- e) Alliance ministries overseas,
- f) Publications,
- g) Education ministries,
- h) Auxiliary enterprises.

#### **Article 2 – General Assembly**

General Assembly is conducted according to the Policy on General Assembly.

#### **Article 3 – Board of Directors**

The Board of Directors is the executive body and is responsible under God for the administration of The Christian and Missionary Alliance in Canada in accordance with the General Operating By-law and within the legislation and limitations passed by the General Assembly.

##### **3.1. Membership**

- 3.1.1. The Board shall be comprised of thirteen (13) Directors, including the President. No more than two Directors, in addition to the President, shall be employees of the Corporation.<sup>1</sup>
- 3.1.2. At the time of election, there shall be one member from each district of The Christian and Missionary Alliance in Canada and the other persons, one of whom shall be an international worker, elected without consideration as to their district of residence.
- 3.1.3. In order to be elected to the board of directors, a nominee must receive at least a majority of the ballots cast.<sup>2</sup>
- 3.1.4. Up to two-thirds of the membership may be lay persons.

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<sup>1</sup> General Operating By-law No.2, Article 6, Item 6.1

<sup>2</sup> General Operating By-law No.2, Article 6, Item 6.3

### 3.2. Conflict of Interest<sup>3</sup>

No Director shall place himself in a position where there is a conflict of interest between his duties as a Director and his other interest. Every Director who is in any way directly or indirectly interested in or may become interested in a material way in an existing or proposed contract, transaction or arrangement with the Corporation or who otherwise has a conflict of interest by virtue of involvement with a member of his family (with "family" defined as spouse, father, mother, child, brother or sister, or spouse of such family members) or by the involvement of his partner, business associate or corporation that the Director is involved with as either a Director, shareholder, officer, employee or agent, then such Director shall declare his conflict of interest fully at a meeting of the Board and shall withdraw from any vote thereon.

### 3.3. Vacancies<sup>4</sup>

So long as a quorum of the Directors remains in office, a vacancy on the Board may be filled by the Directors. If no quorum of Directors exists, the remaining Directors shall forthwith call a special Meeting of Members to fill the vacancies on the Board. A Director so appointed to fill the vacancy shall hold office for the unexpired term of predecessor Director. If the number of Directors is increased between the terms, a vacancy or vacancies, to the number of the authorized increase, shall thereby be deemed to have occurred, which may be filled in the manner above provided.

### 3.4. Terms of Office

3.4.1. No Person shall serve more than two (2) full four (4)-year terms of office as a Director, with the exception of the President, subject to the conditions of Section 8.3 and Section 8.6(a). Upon completion of such maximum number of consecutive terms on the Board, a minimum of four (4) years absence from the Board is required before eligibility for re-election to the Board is restored. The time in office served by a Director who was appointed or elected to fill a vacancy partway through a four (4)-year term shall not preclude such Director from serving two (2) full consecutive four (4)-year terms following such partial term.<sup>5</sup>

3.4.2. Approximately one-half of the Board is to be elected at each General Assembly.

3.4.3. The term of office of the President shall commence on August 1 following his election.

### 3.5. President's Cabinet

The President's Cabinet shall be appointed annually by the Board. Its members shall be nominated by the President and appointed by the Board.

## Article 4 – District Organizations

District organizations are governed by the Policy on District Organization.

## Article 5 – Local Churches in Canada

Local churches in Canada operate according to the Policy on Local Churches.

<sup>3</sup> General Operating By-law No.2, Article 6, Item 6.16

<sup>4</sup> General Operating By-law No.2, Article 6, Item 6.6

<sup>5</sup> General Operating By-law No.2, Article 6, Item 6.4

### **Article 6 – Alliance Ministries Overseas**

Alliance ministries overseas operate according to relevant denominational policies.

### **Article 7 – Publications**

Official publications are authorized by the President.

### **Article 8 – Education Ministries**

Education ministries operate according to the Policy of Official Schools (post-secondary).

### **Article 9 – Auxiliary Enterprises**

Auxiliary enterprises, including but not limited to conferences, camps and campgrounds, retirement centres, schools (non-post-secondary), and home assignment residences, operate under the auspices of the district organizations.

### **Article 10 - Amendments**

Amendments to the Policy on Organization and Government may be made only by special resolution at any regular business session of General Assembly, written notice having been given prior to General Assembly.

Adopted – General Assembly 1980  
Amended – General Assembly 2012  
Amended – General Assembly 2014  
Amended - General Assembly 2016