CONSTITUTION OF
MILLARVILLE COMMUNITY CHURCH

ARTICLE: NAME AND LOCATION

The name by which this church shall be known is "MILLARVILLE COMMUNITY CHURCH" (hereinafter referred to as "MCC"). The Church is incorporated as a religious society pursuant to Part 2 of the Religious Societies' Land Act, Revised Statutes of Alberta 2000, c. R-15 (see appendix). The principal office of the Church shall be located at 192086 Hwy 549 W Millarville AB Box 32 T0L 1K0 and may be changed from time to time.

GOVERNANCE OF THE CHURCH

This church shall be governed in accordance with the Constitution of the Millarville Community Church. Consistent with that Constitution, bylaws or Church Operations Manual shall provide specific guidance for this church. Roberts Rules of Order (Newly Revised) shall be used for parliamentary guidance.

THE CORPORATION

The Corporation is Registered by the Province of Alberta as a not-for-profit entity organized specifically for religious worship. All voting members of the Congregation are voting members of the Corporation. The Corporation is represented publicly by its officers who are appointed annually by the Board of Elders according to the Constitution. The Corporation is the legal entity with normal rights to hold property and other privileges granted to it under the Religious Societies' Land Act. Consistent with the laws of this Province, both ecclesiastical and corporate business may be conducted at the same meeting of the congregation.

MCC is registered as a Registered Charity with the Canada Revenue Agency. The Corporation is Registered by the Province of Alberta as a not-for-profit entity organized specifically for religious worship and is recognized by the Canada Revenue Agency as a Registered Charity.

1. STATEMENT OF PURPOSE

This Church is a worshiping community, enabled by the Holy Spirit, dedicated to Jesus Christ, and committed to His Commission to point people to Christ, to build them up in faith and life, then equip and encourage them to serve. *Matt. 28:19-20*

2. STATEMENT OF FAITH

2.1. GOD

God reveals himself in the Scriptures as the living and true God, Creator of all things. Perfect in love and righteous in all His ways this one God exists eternally in three persons: The Father, the Son (Jesus Christ), and the Holy Spirit. These three Persons are one God having precisely the same nature, attributes, and perfections.
Gen. 1: 1; John 10; John 4:24; John 5:26; I Cor. 8:4; Col. 1:16-17; Matt. 28:19.

2.2. SCRIPTURE

The Bible, consisting of the 66 books of both the Old and New Testaments, is the revelation of God to mankind, is the plenary verbal inspiration of God, and is sufficient for the knowledge of God and His will that is necessary for the eternal welfare of mankind. The Bible is infallible and inerrant and is the final and supreme authority in all matters of faith and conduct.
2 Tim. 3:1; 2 Tim. 3:17; 2 Pet. 1: 19-21; John 10:35; Rom. 15:4.

2.3. JESUS CHRIST

The only Mediator between God and Man is Jesus Christ our Lord, the Second person of the Trinity, God's Eternal Son, pre-existent eternally with the Father, fully God and fully man, conceived by the Holy Spirit, born of the Virgin Mary, who as man fully shared and fulfilled our humanity in a life of perfect obedience. He died a substitutionary death on the cross for the sins of mankind, by dying on the cross, being buried, and being raised bodily from the grave on the third day according to the Scriptures. He ascended into heaven where He rules as Lord overall and intercedes for us as our great High Priest until He returns personally, visibly, and bodily to fulfill His Kingdom, when He will judge and rule the earth in righteousness.
1 Tim. 2:5-6; 1 Cor. 15:3-4; 1 Cor. 15:20; 1 Cor. 15: 4257; Heb. 4:14-16; Rev. 21:1-8

2.4. HOLY SPIRIT

a) The Holy Spirit, the Third person of the Trinity, sent by the Father and through the proclamation of the Gospel, convicts the world of sin and regenerates and indwells all those who confess Jesus as Savior and Lord.
b) The promised Holy Spirit is given to believers as a deposit, guaranteeing inheritance as God's children, sealing them for the final day of redemption, and guiding believers in all truth. His Spirit, the Counselor abides in all believers.
c) Life in the Spirit is what God intends for Christians, who are to walk by the Spirit, and exhibit fruit of the Spirit.
d) The Spirit gives, as He chooses, Spiritual Gifts to believers today for the edification of the Body of Christ, the church and to bring glory to the Father. Gifts of the Spirit are manifested in an orderly way and given for the proper functioning of the church.
e) As a church, we seek to be led by His Spirit, His Word and God given wisdom. These three will be in agreement.
Eph. 1:14; Eph. 4:1-16; John 14; Gal. 5:25; Heb. 2:4; Heb. 13:8; 1 Cor. 12:1; 1 Cor. 12:12-14; 1 Cor. 14:3 - 4; 1 Cor. 26; 1 Cor. 33

2.5. MAN

God created man in His image that He might have fellowship with Him. Through disobedience, the first man fell from his original state of moral perfection. As a consequence, he brought upon himself, and upon the whole human race, the penalty for sin, which is spiritual and physical death. Being estranged by disobedience from God, sinful man is incapable of a right relationship with God apart from divine grace, through faith in Jesus Christ. *Rom. 3:9-23; Rom. 5:12-19; Eph. 2:1-3*

2.6. SALVATION

Fallen humans are unable to save themselves from God's wrath poured out on sin. Jesus revealed divine love and upheld divine justice through His substitutionary death. Through personal faith, humans can be redeemed by an act of God's grace and mercy, removing the believer's guilt, declaring the believer righteous and reconciling the believer to God thus making the believer a child of God. *John 3:16; Rom. 10:9-10; I Cor 15:1-5; Eph 1:4-12; 2:8-9*

2.7. RESURRECTION OF HUMANITY

Upon death, believers are immediately ushered into the Lord's presence, and await their physical resurrection. All those who have been justified will be resurrected in glorified and immortal bodies to live eternally in the glory of God's presence. Unbelievers will be resurrected to judgment and everlasting conscious punishment in the lake of fire. *John 11:23-27; I Cor. 15:51-57; I Thess. 4:13-18; Rev. 20:4-5*

2.8. CHURCH

We are called into relationship with Jesus, and active fellowship within His body, the church. The church is a joining of all true believers under the headship of Christ, who are called to encourage and care for one another, to be light, to share the Gospel, to serve as Jesus served and to make disciples of all nations. *Matt. 28:19-20, Titus 3:5; 1 Cor. 15:20- 23; 1 Cor. 12:12; Heb 10: 25; 1 Pet 4: 10*

2.9. ORDINANCES

We believe that there are two principal ordinances to be observed by the Church as found in the New Testament:

a) Baptism

The immersion of the believer in water in the name of the Father, Son and Holy Spirit, whereby one obeys Christ's command and sets forth his identity with Christ in His death, burial, and resurrection, symbolizing death to sin and rising with Christ to newness of life. *Rom. 6:3-5; Matt. 28:19*

b) The Lord's Supper

An invitation is extended to believing Christians to partake in the Lord's Supper, using bread and wine, which symbolizes the New Covenant in the Lord's body and shed blood, proclaiming His death until He comes. *I Cor. 11:23-24*

3. GOVERNMENT:

3.1. LEADERSHIP POSITIONS:

Shall consist of a plurality of servant-leaders called and willing to prayerfully serve the local Body as overseers.

a) The Board of Elders will focus on Direction, Vision and Goals of the congregation within a directive Philosophy of ministry. (See item 3.2.c - BOARD OF ELDERS)

b) The Leadership Team executes the articulated vision of the Board of Elders. A representative of the Board of Elders attends meetings of the Leadership Team to ensure continuity with the context of the Church's greater Vision. (See item 3.2.d - Leadership Team.) *1 Peter 5:1-3*

3.2. PASTORAL TEAM:

a) PASTOR

i Is a servant and shepherd to the local body who through leadership prepares God's people for works of service. *Eph 4:12*
ii Shall co-ordinate the pulpit and spiritual activities of the church and set vision and direction.
iii Must meet the required qualifications of an Elder since conversion (Born Again) to Jesus Christ as the Savior and Lord. *2 Cor. 5:17; 1 Tim 3 & Titus 1*
iv Is an ex officio member of the Board of Elders and may serve as an ex officio member of any or all Church boards, teams, or committees.

b) MINISTER
i Is a servant and shepherd to the local body who through leadership prepares God's people for works of service. *Eph. 4:12*
ii Shall coordinate their appointed area of ministry, spiritual activities of that ministry, and follow the vision and direction provided by the Board of Elders.
iii Is a member of the Leadership Team and should meet required qualifications of a Ministry Team Leader since conversion to Jesus Christ as the Savior and Lord (Born Again). *2 Cor. 5:17; 1 Tim. 3; Titus 1*
iv Is a voting member of the Leadership Team and may serve as an ex officio member of any and all sub-committees in their designated area of ministry.
v Shall continue as Chair of their Ministry Team throughout the tenure as Minister.
vi May appoint an alternate Chair of their Ministry Team as needs dictate.

c) BOARD OF ELDERS (SPIRITUAL LEADERS)
i An Elder is a servant to the local Body who through their leadership provides support and encouragement to the other Elders, Pastors, Ministers, Leadership Team Members, and the Body. *1 Pet. 5:1-4*
ii Shall be responsible for the vision, direction, and spiritual wellbeing of the church.
iii The Board of Elders should preferably be comprised of at least 6 elected individuals in addition to the Pastor. All must meet the required qualifications of an Elder since conversion to Jesus Christ as the Savior and Lord. *2 Cor. 5:17*; *1 Tim. 3; Titus 1*
iv Will continue in that office for a term of 3 years. These terms will be staggered so that only two (2) of the six (6) Elders need to be elected to the Board of Elders in any one year. If an Elder leaves before completing a full term, a replacement may be found to complete the vacant term. Elders should serve no more than two consecutive terms following which they should take a minimum of a one-year break from the Board of Elders before standing for re-election to office.

v The Board of Elders shall choose a Chair and Vice-chair of the Board of Elders (cannot be the Pastor), a recording Secretary, and a Treasurer at the beginning of each Financial Year. These four will serve as officers of the Corporation. The Chair and Vice-chair must be regularly elected members of the Board of Elders and will serve for one year in these positions, chairing all meetings of the Board of Elders and all congregational meetings. The Chair may delegate the chairmanship of any meeting temporarily to any other member of the Board of Elders as needs arise. Neither the Treasurer nor the recording Secretary needs to be a member of the Board of Elders in order to serve the Corporation in either of these offices.

vi The Board of Elders shall appoint officers who will have signing authority for the church when recorded in the official minutes of the Board of Elders.

vii The appointed officers comprise the legal representative officers of the Corporation and shall have the authority to handle funds and property and to incur debt on behalf of the Corporation.

d) LEADERSHIP TEAM (MINISTRY LEADERS)

i A Leadership Team Member is a servant to the local Body who through their leadership of an MCC Ministry provides support and encouragement to the Pastor, Ministers, Elders, and the Body. *Acts 6:1-7*

ii Is responsible for facilitating church Ministry.

iii The Leadership Team will be made up of Ministry Leaders as Appointed by the Board of Elders and affirmed by the Congregation. The Leadership Team also includes a representative of the Board of Elders and the Treasurer, both of whom are appointed by the Board of Elders.

iv The Leadership Team will appoint a Chair, a Vice-Chair and a recording Secretary from among its members. The recording Secretary may or may not be a regularly affirmed member of the Leadership Team.

v Any person wishing to initiate a recognized ministry of MCC must submit a letter stating such to the Pastor. All submissions will be reviewed by the Board of Elders as needs arise.

vi The Leadership Team Member will continue in their affirmed position for a term of 2 years when they may choose to be re-affirmed or replaced according to ministry needs and to their personal situation. Leadership Team Members completing an unexpired term for a vacant position will begin their term after completing the remaining term of the vacant position.

e) RECORDING SECRETARY OF BOARDS, TEAMS, AND COMMITTEES

i Shall be appointed by each Board, Team or Committee as needs arise and reviewed every 2 yrs.

ii Shall prepare and maintain custody of minutes and official documents of the Board, Team, or Committee by whom they were appointed.
iii Does not need to be a regularly elected or appointed member of the Board, Team or Committee to be appointed recording Secretary and serve in that capacity on that Board, Team, or Committee. Another delegate can be appointed to serve as temporary recording Secretary as needs arise and to assist.

f) TREASURER
i Shall be appointed by the Board of Elders and the appointment reviewed every 2 yrs.
ii Shall be responsible for all expenditures of funds as provided by the budget.
iii Shall make presentation of an annual budget, and regular financial reports to the Church.
iv Shall hold signing authority on behalf of the Church.
v Is an Adjunct Member of the Leadership Team and may attend meetings of any Board, Team, or Committee ex-officio by invitation of the Chair of that Board, Team, or Committee.
vi Does not need to be a regularly elected or appointed member of any Board at Millarville Community Church to be appointed Treasurer. Another delegate can be appointed by the Board of Elders to serve as temporary Treasurer as needs arise and to assist.

3.3. LEADERSHIP QUALIFICATIONS:

In order to be eligible for a church leadership position (Pastor, Minister, Elder or Ministry Leader), an individual must meet the following qualifications:

a) Meets requirements for voting on church business (Section 7 Voting Privileges)
b) Displays faithfulness through active involvement in the life of the body by regular attendance at church services, meetings, and ministry groups.
c) Must subscribe to and support the Statement of Faith contained in the church constitution and display and uphold the values of Millarville Community Church.

3.4. APPOINTMENT OF LEADERSHIP:

a) PASTOR(S) AND MINISTER(S)
i A Pastoral/Ministerial Search Committee will be established consisting of the existing Elders, one Leadership Team Member and two additional members of the congregation who are elected at a congregational meeting called for the purpose. The committee will inform the Church and other external resource pools of the pastoral/ministerial need and create a process to

receive potential candidate names for a time period of one month. Names will be confidentially presented in writing to the selection committee. The committee will then interview each candidate with respect to their availability and the pastoral needs/expectations of the church. When a candidate is agreed upon, the selection committee will bring the name to the church and arrange for a congregational business meeting for the purpose of affirmation. If a name is not affirmed by at least 75% of the membership a new set of names may be called for or a new selection committee struck, and past names re-visited.

b) ELDERS

i A Standing Committee for Nominations will be established consisting of one current Elder, one Leadership Team Member and two additional members of the congregation. The two members-at-large will be elected at a congregational meeting called for the purpose. The Standing Committee for Nominations will inform the Church of the need for new Elders and create a process to receive potential candidate names. Names will be confidentially presented in writing to the Standing Committee for Nominations. The Standing Committee for Nominations will then interview each candidate with respect to their availability and the Elder needs/expectations of the church. The Standing Committee for Nominations will endeavour to identify more candidates than needed in order to produce a slate of nominees for election. When a slate of nominees is agreed upon, the Standing Committee for Nominations will bring the list of nominees to the church at least four weeks prior to the Meeting at which the election will be held, preferably at the Annual Business Meeting. During this period of time, the members of the congregation may provide written comments if they are aware of any reason why a nominee might not meet eligibility requirements to be an Elder. The slate of nominees will be voted on by secret ballot. The nominees receiving the highest number of votes will become Elders at that time. New Elders would preferably come from those who have Ministry Leadership Experience at Millarville Community Church, but this preference would not preclude those with ministry experience in other congregations.

ii Members of the Board of Elders will be encouraged to focus on Elder responsibilities, and to not undertake another significant leadership role while serving as an Elder.

c) LEADERSHIP TEAM MEMBERS

i Nominations for Leadership Team Members will be confidentially presented in writing to the Board of Elders. The Board of Elders will present their selected candidate(s) to the church for affirmation at the Annual Business Meeting of the Church. A period of four weeks prior to the Annual Business Meeting of the Church will be provided to allow the members of the congregation to provide written comments if they are aware of any reason why a nominee might not meet eligibility requirements.

ii Members of the Leadership Team will be encouraged to focus on Ministry Leadership responsibilities, and to not undertake another significant leadership role while serving as a Leadership Team Member.

d) AFFIRMATION

i All leadership positions of Millarville Community Church shall be elected by popular vote or affirmed by at least 75% of the voting membership present at the Annual Business Meeting of the Church.

ii All leadership positions may stand for renewal within the constraints of term limits described in Section 3.2.

3.5. TERMINATION OF LEADERSHIP:

a) LEADERSHIP REVIEW – ALL POSITIONS

i Any leadership position (Pastor, Minister, Elder, or Ministry Leader) may be asked to resign when a 75% vote at a congregational business meeting called for the purpose of reviewing their ministry approves the motion to terminate their position. A meeting may be called for this purpose by the Board of Elders, by the Leadership Team or by a petition signed by 25% of the voting membership of Millarville Community Church.

b) PASTOR

i The Pastor's role shall cease after tendering a resignation in writing. The resignation should ideally provide reasonable notice of intention to resign so that the replacement process may proceed in a timely manner.

ii The Pastor may be asked to resign when deemed necessary by all the remaining Elders.

c) ELDERS

i An Elder's role shall cease after tendering a resignation in writing. The resignation should ideally provide reasonable notice of intention to resign so that the replacement process may proceed in a timely manner.

ii An Elder may be asked to resign when deemed necessary by the Pastor and all the remaining Elders.

d) LEADERSHIP TEAM MEMBER

i A Ministry Leader's role shall cease after tendering a resignation in writing. The resignation should ideally provide reasonable notice of intention to resign so that the replacement process may proceed in a timely manner.

ii A Ministry Leader may be asked to resign when deemed necessary by the Pastor and Elders.

4. BUSINESS MEETINGS:

4.1. CONGREGATIONAL MEETINGS

a) The Annual Congregational Business Meeting of the Church shall be held before the end of February of the following fiscal year for presentation of the Annual Budget, Financial Statements, Annual Ministry Reports, and other business deemed appropriate.

b) Other business meetings of the Church may be held during the year as needs arise or by a request in writing signed by 25% of the voting membership.

4.2. VOTING PROCEDURES

a) A quorum for a congregational business meeting shall be 50% of those with voting privileges.

b) Members may attend a meeting and vote via a virtual audio/video connection through which they are able to hear and participate in any debate prior to the question being called.

c) Voting shall be by open vote, except where any member of the Church asks prior to the question for a ballot vote, this request being supported by several members.

d) Notice of all congregational business meetings shall be given at regular services no less than two Sundays in advance.

e) Proxy voting will not be allowed at any congregational business meetings or at church board, team, or committee meetings.

4.3. BUDGETS AND REPORTS

a) Most decisions are made when needed by elected or appointed leaders as empowered by the congregational vote for their leadership position. Leaders report back to the congregation their decisions and actions in an Annual Report.
b) A church budget will be drafted under the leadership of the Treasurer based upon the plans proposed by Ministry Teams and the Board of Elders. The voting members of the congregation shall ratify or decline the budget at the Annual Business Meeting of the Church.
c) Each Ministry Leader will submit a report of their Ministry's activity and plans for the future in the Annual Report of MCC.

5. AMENDMENTS TO CONSTITUTION:

5.1. NOTICE

Notice of motion to amend this constitution shall be presented to the Church membership at least thirty days prior to the congregational business meeting dealing with such notice. This notice shall state the nature and object of the change, in precise wording. Voting shall be by a quorum of 50% of the voting membership and the motion will be passed by the affirmative vote of 75% of those present.

5.2. MINUTES

Constitutional amendments shall be duly recorded in the minutes of the meeting at which they are voted upon. When passed by the voting members, they shall be certified by the officers of the Corporation and submitted to the Registrar as defined in the Business Corporations Act of Alberta.

6. MEMBERSHIP:

6.1. ELIGIBILITY TO BECOME A MEMBER:

a) Have accepted Christ as Lord and Savior.
b) Are involved regularly in the life and ministry of Millarville Community Church for a period of at least six months of the previous calendar year.
c) Have attended a Covenant Relationship meeting with the Pastor (or a designated Elder) and agree with the Statement of Faith and values of Millarville Community Church and have indicated in writing (may be electronic or hard copy) their agreement and commitment to Membership.

6.2. CONTINUING AS A MEMBER

a) An Administrative Membership team will be formed under the guidance of the Treasurer to review, verify, and maintain the Membership/Voters' List.

b) Those who are on the current Membership/Voters' List will be contacted annually by the Administrative Membership Team (using whatever means is appropriate for each member) prior to the Annual Business Meeting. Members will be asked to indicate their continuing commitment to membership and their desire to vote on church-wide motions. Updates to the List will be based on that contact.

c) In accordance with Section 8, a member may withdraw at any time, and may be asked to withdraw under circumstances specified in section 8.5.

7. VOTING PRIVILEGES:

Anyone who meets the Membership requirements and is at least 18 years old is entitled to vote at all congregational business meetings.

8. WITHDRAWAL OR TERMINATION OF MEMBERSHIP:

8.1. By written notification.

8.2. By moving away.

8.3. By demonstrating a prolonged disinterest in being a part of Millarville Community Church.

8.4. By stating their desire to discontinue their membership when contacted by the Administrative Membership Team.

8.5. By displaying persistent violation of Biblical standards of conduct and ethics provided that under this clause the Pastor, Minister, or Elders have discussed with the individual(s) the reasons for their potential membership termination, and the member(s) have been given ample opportunity to reconcile their lifestyle or doctrinal error.

APPENDIX:



Province of Alberta

RELIGIOUS SOCIETIES' LAND ACT

Revised Statutes of Alberta 2000
Chapter R-15

Current as of July 23, 2020

Office Consolidation

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Note

All persons making use of this consolidation are reminded that it has no legislative sanction, that amendments have been embodied for convenience of reference only. The official Statutes and Regulations should be consulted for all purposes of interpreting and applying the law.

Regulations

The following is a list of the regulations made under the *Religious Societies' Land Act* that are filed as Alberta Regulations under the Regulations Act

	Alta. Reg.	*Amendments*
Religious Societies' Land Act		
Religious Societies' Land	169/2000	*206/2001, 251/2001, 354/2003, 42/2011, 73/2016*

RELIGIOUS SOCIETIES' LAND ACT

Chapter R-15

Table of Contents

1 Definitions **2** Metis patented land

Part 1
Appointment and Powers of Trustees

3 Trustees
4 Registration of title
5 Security for debts
6 Leasing of land
7 Renewal of lease
8 Sale of land
9 Annual statement
10 Appointment of succeeding trustees
11 Presbyterian congregations

Part 2
Incorporation of Congregation

12 Incorporation of congregation
13 Certificate of incorporation
14 Corporate status
15 Property
16 Constitution and bylaws
17 Safekeeping of documents
17.1 Use of list
18 Notice of meeting
19 Execution of instruments
20 Transfer of property

General

22 Returns

Section 1

23 Change of name
24 Certificate of incorporation as evidence
25 Winding-up order
26 Inactive corporation
27 Regulations

HER MAJESTY, by and with the advice and consent of the Legislative Assembly of Alberta, enacts as follows:

Definitions

1 In this Act,

(a) "church building" means a church, chapel or meeting house or a residence for the minister;

(b) "incorporated congregation" means a congregation incorporated pursuant to Part 2;

(c) "member" means, with respect to the congregation of a church or religious denomination, a person who by the constitution or practice of the church or religious denomination is entitled to vote in respect of church business;

(d) "Metis patented land" means patented land as defined in the *Metis Settlements Act*;

(e) "Registrar" means Registrar as defined in the *Business Corporations Act*.

RSA 1980 cR-14 s1;1981 cB-15 s284(26);1998 c22 s36

Metis patented land

2(1) A reference in this Act to a deed of conveyance, grant, transfer or agreement for sale is, in respect of Metis patented land, a reference to a document creating an interest in the Metis title to the Metis patented land.

(2) An interest in the Metis title that is held by trustees of a religious society or congregation under this Act is subject to the General Council Policies of the Metis Settlements General Council.

1998 c22 s36

Part 1 Appointment and Powers of Trustees

Trustees

3(1) When a religious society or congregation desires to take a conveyance or transfer of land

Section 4

(a) for the site of a church building or burial ground, or

(b) for the support of public worship and the propagation of knowledge, the religious society or congregation may appoint trustees.

(2) The land required for all or any of the purposes mentioned in subsection (1) may be conveyed or transferred to the trustees who shall be appointed in a manner specified in the deed of conveyance or transfer or by resolution passed in the manner provided for in section 10.

(3) The trustees and their successors shall, in perpetual succession by the name expressed in the deed or resolution, be deemed for the purposes of this Act to be a

corporation, and may take, hold and possess the land and maintain and defend all actions or suits for the protection of the land or of their property in it.

(4) No religious society or congregation is capable of holding under this Act more than 320 acres of land.

RSA 1980 cR-14 s2

Registration of title

4 The trustees shall within 12 months after the execution of the transfer or deed of conveyance cause the title to the land described in the transfer or deed to be registered in the land titles office or, in the case of Metis patented land, recorded in the Metis Settlements Land Registry; otherwise the deed or transfer is void.

RSA 1980 cR-14 s3;1996 c32 s5(45);1998 c22 s36

Security for debts

5(1) When a debt is contracted

(a) for the building, repairing or improving of a church building on land held by trustees under this Act, or

(b) for the purchase of land on which a church building has been or is intended to be erected,

the trustees may from time to time secure payment of the debt or any part of it
with or without interest by mortgage on the land or church building, or may borrow money to pay the debt or any part of it, and may secure the repayment of the loan with or without interest by a like mortgage.

(2) The trustees may, if authorized by the religious society or congregation, secure the payment of a debt contracted under subsection (1) by mortgage on any land or church building held by the trustees for the religious society or congregation.

Section 6

(3) The authorization of the religious society or congregation referred to in subsection (2) shall be by resolution of a majority of those persons

(a) who by the constitution of the religious society or congregation or by the practice of the church with which it is connected are entitled to vote in respect of church business, and

(b) who are present at a meeting of the religious society or congregation duly called for the purpose of considering the proposed authorization.

RSA 1980 cR-14 s4

Leasing of land

6(1) The trustees may lease for any term not exceeding 21 years land or part of it
held by them under this Act, at any rent and on any terms the trustees consider reasonable.

(3) Notwithstanding subsection (1), the trustees shall not lease (a) any land that at the time of the making of the lease is necessary for the purpose of erecting a church building or for a burial ground for the religious society or congregation for whose use the land is held, and

(b) the land so held by them or any part of it for a term exceeding 3 years without the consent of the religious society or congregation for whose use the land is held.

(4) The consent of the religious society or congregation referred to in subsection (2) shall be signified by resolution passed by the votes of a majority of those persons

(a) who by the constitution of the religious society or congregation or by the practice of the church with which it is connected are entitled to vote in respect of church business, and

(b) who are present at a meeting of the religious society or congregation duly called for the purpose of considering the proposed lease.

RSA 1980 cR-14 s5

Renewal of lease

7(1) In a lease made under section 6, the trustees (a)
may covenant or agree for the renewal of the lease at the expiration of any term of 21 years for a further term of 21 years, or any less period, at the rent and on the terms that are then by the trustees agreed on with the lessee, or

(b) may covenant or agree for the payment to the lessee of the value of any buildings or other improvements that are at the expiration of any term on the demised premises.

(2) The mode of ascertaining the amount of the rent or the value of the improvements may also be provided for in the original or any subsequent lease.

RSA 1980 cR-14 s6

Sale of land

8(1) When it becomes unnecessary to retain land held by trustees for the use of a religious society or congregation and it is considered advantageous to sell it, the trustees
(a) may give public notice of an intended sale, specifying the

premises to be sold, the terms of payment and the time of sale, and (b) after publication of the notice not less than once in each week for 4 successive weeks in a newspaper having circulation in the general area where the land is situated, may sell the land by public auction in accordance with the notice.

(2) The trustees are not obliged to complete or carry a sale into effect if in their judgment an adequate price is not offered for the land, and in that case the trustees may at a subsequent time sell the land either by public auction or private sale, but a less sum shall not be accepted at a private sale than was offered at a previous public sale.

(3) Before a transfer is executed pursuant to a public or private sale the religious society or congregation for whose use the land is held shall be notified and the sanction of a judge of the Court of Queen's Bench shall be obtained for the execution of the transfer.

RSA 1980 cR-14 s7

Annual statement

9 Trustees selling or leasing land under the authority of this Act shall in January in each year at a meeting of the religious society or congregation called according to its constitution or according to the practice of the church with which it is connected, have ready and open for the inspection of the religious society or congregation and of any and every member of it a statement showing

(a) all rents that accrued during the preceding year,

(b) all money in their hands for the use and benefit of the society or congregation that was in any manner derived from the land under their control or subject to their

management or from the proceeds of the sale of that land, and

(c) the manner in which they expended or dealt with that money or any part of it.

RSA 1980 cR-14 s8

Appointment of succeeding trustees

10(1) When land is granted, transferred or conveyed to the trustees for the use of a religious society or congregation and the grant, transfer or agreement for sale of the land does not specify the manner in which the successors to the trustees named in it are to be appointed, the religious society or congregation for whose use the land is held may

(a) at a meeting of the religious society or congregation called according to its constitution or according to the practice of the church with which it is connected, and

(b) by the votes of a majority of those persons who by the

constitution of the religious society or congregation or by the practice of the church with which it is connected are entitled to vote in respect of

church business and are present at the meeting,

pass a resolution specifying the manner in which the successors of the trustees are to be appointed.

(2) The resolution endorsed on or annexed to the grant, transfer or agreement under which the land is held for the use of the religious society or congregation, and signed by the chair and secretary of the meeting at which the resolution is adopted, governs and regulates the manner in which the successors of the trustees named in the original grant or agreement are to be appointed.

(3) On and after the passing of the resolution, this Act applies to the religious society or congregation and the trustees of it.

RSA 1980 cR-14 s9

Presbyterian congregations

11 In the case

(a) of a congregation connected with the Presbyterian Church in Canada for the use or benefit of which land is held by The Board of Management of the Church and Manse Building Fund of the Presbyterian Church in Canada for Manitoba and the Northwest pursuant to the powers contained in the Act of Parliament of Canada, 42 Victoria c97, incorporating that board of management, and

(b) of any congregation of that church that has received from that board of management a loan under that Act,

no resolution passed under section 10 has any effect until it has been submitted to that board of management and its consent to the resolution has been engrossed in writing under its corporate seal.

RSA 1980 cR-14 s10

Part 2 Incorporation of Congregation

Incorporation of congregation

12(1) When a congregation of a church or religious denomination, not otherwise incorporated, desires to be incorporated for the purpose of holding and dealing with real and personal property, a meeting of the congregation may be called for the purpose of considering the proposed incorporation.

(2) A majority of those members of the congregation present at the meeting shall pass a declaration of incorporation in the prescribed form that shall set out

(a) the particular church or religious denomination to which the congregation seeking incorporation belongs;

(b) repealed 2020 c23 s16;

(c) a statement of those persons who, according to the rules of the congregation, are entitled to vote in respect of church business;

(d) the proposed corporate name, which shall include briefly the distinctive name or designation of the church or religious denomination to which the proposed corporation belongs, and a local description that will serve to distinguish the proposed corporation from all others;

(e) the officers who are to exercise the powers of the corporation in dealing with its property;

(f) the number of members that will constitute a quorum and as a quorum will be entitled to transact any business of the congregation;

(g) the rules to be complied with before any property of the congregation may be dealt with by the officers of it; (h) any further provisions that may be decided on.

(3) The declaration of incorporation

Section 13

(a) shall be signed by the chair and secretary of the meeting at which the declaration was passed, and

(b) shall be verified by affidavit in the prescribed form by any officer of the congregation present at the meeting.

RSA 2000 cR-15 s12;2020 c23 s16

Certificate of incorporation

13(1) The declaration of incorporation shall be delivered in duplicate to the Registrar together with a fee in the amount prescribed by regulation and, if it is in substantial compliance with section 12 and if the proposed corporate name does not conflict with that of any other congregation already incorporated, the Registrar

(a) shall certify under the Registrar's hand and seal of office that the congregation is incorporated, and

(b) shall endorse a certificate to the same effect on, or attach it to, the duplicate of the declaration of incorporation and return the duplicate to the corporation.

(2) In addition to the requirements of subsection (1), documents relating to corporate names that are prescribed by the regulations shall also be delivered to the Registrar.

(3) If the proposed corporate name conflicts with that of any other incorporated congregation, the Registrar may require a modification that will suit the case, and if the officers of the congregation who sign the declaration and affidavit are satisfied with the name as modified, the name shall be modified accordingly or a new meeting of the congregation may be called to decide on another name, whichever appears most expedient.

(4) The Registrar may require a modification mentioned in subsection (3) to be made after as well as before the incorporation of a congregation under this Act.

RSA 1980 cR-14 s12;1981 cB-15 s284(26);1984 c12 s6

Corporate status

14(1) The incorporation of the congregation takes effect on the date of incorporation mentioned in the certificate of incorporation.

(2) The members of the congregation, together with the other persons who from time to time become members of the congregation, become on incorporation a corporation under the name contained in the declaration of incorporation.

(3) The majority of any properly constituted meeting is deemed to be the majority of the congregation.

RSA 1980 cR-14 s13

Section 15

Property

15(1) An incorporated congregation may acquire real and personal property,

(a) by purchase or gift, or

(b) by devise or bequest if the devise or bequest is made at least 6 months before the death of the testator, and hold it for the purposes of the congregation, and may alienate the property at pleasure.

(2) An incorporated congregation may mortgage, charge or otherwise encumber the land owned by the congregation to raise money for the purposes of the congregation, or to secure the payment of indebtedness, in any manner the congregation determines.

RSA 1980 cR-14 s14

Constitution and bylaws

16(1) An incorporated congregation has the power by a resolution passed at a meeting of its members duly called for that purpose

(a) to amend its constitution, and
(b) to make, amend, vary and rescind bylaws regulating the conduct of its officers and servants and providing for the management of its affairs.

(2) A copy of every resolution, bylaw or amendment certified to be correct by the president or chair, and the secretary or clerk of the congregation, shall be delivered

_____ to the

Registrar for registration by the Registrar.

(3) The Registrar, on being satisfied that the resolution, bylaw or amendment has been duly passed and that it is proper to do so, shall register it and on registration the resolution, bylaw or amendment takes effect from the date of the passing of it; otherwise the resolution, bylaw or amendment has no effect.

RSA 1980 cR-14 s15;1981 cB-15 s284(26)

Safekeeping of documents

17(1) The duplicate declaration of incorporation, or a certified copy of it, and a list of the members of an incorporated congregation

(a) shall be kept in the church or meeting house of the congregation,

(b) shall be presented at any properly constituted meeting called to transact business, and

(c) must at all reasonable times be open to the inspection of any person lawfully attending worship in the church or meeting house.

(2) The names of all persons

(a) who from time to time become members of the congregation, or
(b) who having been members have left the congregation,

shall from time to time be added to or struck from the list of the members of the
congregation, as occasion requires, by the proper officers of the congregation.

RSA 1980 cR-14 s16

Use of list

17.1(1) In this section, "personal information" means personal information as defined in the *Personal Information Protection Act* other than business contact information to which that Act does not apply by virtue of section 4(3)(d) of that Act.

(2) Notwithstanding section 17, an incorporated congregation may disclose a list of the members of the congregation to a member of the congregation if the list is to be used by the member for matters relating to the affairs of the congregation.

(3) A member of a congregation may use personal information about another member of the congregation that is contained in the list of members for any matter not referred to in subsection (2) if that other member gives consent to that use.

2003 cP-6.5 s71

Notice of meeting

18(1) A meeting of an incorporated congregation to consider any proposed dealing with its property shall be called by giving not less than 2 weeks' notice, including 2 Sundays, before the date of the meeting.

(2) The notice

(a) shall state the time, place and particular object for which the meeting is called,

(b) shall be posted at the church or meeting house of the congregation, and

(c) shall be read at all intervening services held in the church or meeting house.

RSA 1980 cR-14 s17

Section 19

Execution of instruments

19(1) An instrument dealing with the property of an incorporated congregation

(a) shall be executed under the corporate seal and attested by the signatures of not fewer than 2 officers of it, and

(b) shall have endorsed on it or attached to it an affidavit by some other officer of the congregation capable of swearing positively to the fact that the execution of the instrument was authorized by the congregation at a meeting duly called for the purpose.

(2) Any instrument so executed is conclusive proof that all the requirements of the declaration of incorporation and all matters precedent and incidental to the execution of the instrument have been complied with.

RSA 1980 cR-14 s18

Transfer of property

20(1) If a congregation that has previously acquired land or other property, the title to which is vested in trustees, becomes incorporated pursuant to this Act, the trustees of the congregation, or in the case of the death or removal of any of the trustees, a majority of them, may execute a transfer of the church property to the incorporated congregation.

(2) The transfer of the property shall be registered without further or other proceedings, and on registration the land is vested in the incorporated congregation for the purposes of the congregation subject to this Act.

RSA 1980 cR-14 s19

General

21 Repealed 2003 cP-6.5 s71.

Returns

22(1) An incorporated congregation shall when required to do so by the Minister _____ charged with the administration of the *Business Corporations Act* make a written return of its property, membership and officers verified by affidavit.

(2) Repealed 2020 c23 s16.

RSA 2000 cR-15 s22;2020 c23 s16

Change of name

23(1) An incorporated congregation

(a) with the sanction of a resolution passed at a duly called meeting of its members,

(b) unless otherwise provided by the Registrar, on providing the Registrar with documents relating to corporate names that are prescribed by the regulations, and

(c) with the approval of the Registrar,

may change its name.

(2) On the change of name of an incorporated congregation, the Registrar

(a) shall enter the new name on the Registrar's register in place of the former name, and

(b) shall issue a new certificate of incorporation, altered to meet the circumstances of the case.

(3) On the production of the certificate to a registrar of a land titles office or to the Registrar of the Metis Settlements Land Registry, that registrar shall make the changes in the registrar's register and issue the documents that are necessitated by the change in name.

(4) Any alteration in name does not affect the rights or obligations of the congregation, or render defective any legal proceedings instituted or to be instituted by or against the congregation.

(5) Any legal proceedings may be continued or commenced against the congregation by its new name that might have been continued or commenced against the congregation by its former name.

RSA 1980 cR-14 s22;1981 cB-15 s284(26);1984 c12 s6;
1998 c22 s36

Certificate of incorporation as evidence

24(1) A certificate of the incorporation of a congregation given by the Registrar under the Registrar's seal of office

(a) is conclusive proof that all the requirements of this Act in respect of registration, and of matters precedent and incidental to it, have been complied with, and
(b) shall be received in evidence as if it were the original certificate.

Section 25

(2) A copy of or an extract from any of the documents kept and registered at the office of the Registrar, if certified to be a true copy or extract, under the hand of the Registrar and the Registrar's seal of office, shall for all purposes be received in evidence as of equal validity with the original document.

RSA 1980 cR-14 s23;1981 cB-15 s284(26)

Winding-up order

25(1) On the application of any interested person, a judge of the Court of Queen's Bench may order the winding-up of any congregation incorporated under this Act for cause or on any grounds for which a corporation might be dissolved or liquidated and dissolved by the Court under Part 17 of the *Business Corporations Act*.

(2) In considering an application under this section, the judge may direct that notice be given in any manner and to any persons that the judge considers appropriate.

(3) On hearing the application, the judge may (a) appoint a person to liquidate the congregation and pay creditors and claimants of the congregation who are entitled to payment, and provide for the remuneration of that person and the payment of that person's expenses and other costs incidental to the liquidation, out of the assets of the congregation or otherwise as the judge sees fit, or

(b) proceed in like manner as if an application had been made under the *Business Corporations Act* for an order for dissolution or liquidation and dissolution, and Part 17 of that Act applies.

(4) A person appointed under subsection (3)(a) may at any time apply to a judge of the Court of Queen's Bench for directions or for the determination of any question arising with respect to the person's duties or for the exercise as respects any matter, of all or any of the powers that the Court might exercise if the congregation were a corporation being dissolved or liquidated and dissolved by the Court, and the judge may give any directions, determine any question or make any order the judge thinks just.

(5) If there is a surplus of assets after all the liabilities of the former corporation and liquidation expenses have been paid in the winding-up

of a congregation incorporated under this Act, the liquidator or the person appointed under subsection (3)(a)

(a) shall, on reasonable notice, which may include advertising in a newspaper having circulation in the general area inhabited by the

members of the congregation, call a meeting of the persons who were members of the

Section 26

congregation at the time the application was presented, and that meeting may, by resolution, direct the liquidator or the person to distribute the surplus to one or more religious or charitable organizations named in the resolution, or

(b) may, if no resolution is passed pursuant to and in accordance with clause (a), apply to the Court of Queen's Bench for an order governing the disposition of the surplus and the judge hearing the application may make any order the judge considers just, including an order directing that the surplus be vested in the Crown under the *Unclaimed Personal Property and Vested Property Act*.

(6) An order under subsection (5)(b) directing that the surplus be vested in the Crown vests all the estate and interest in the surplus assets in the Crown as if the property had been received under the *Unclaimed Personal Property and Vested Property Act*, and that Act applies subsequently with all necessary modifications.

RSA 2000 cR-15 s25;2007 cU-1.5 s75;2009 c53 s162

Inactive corporation

26 Sections 208 and 213 of the *Business Corporations Act* apply to congregations incorporated under this Act.

RSA 1980 cR-14 s25;1981 cB-15 s284(26)

Regulations

27 The Lieutenant Governor in Council may make regulations (a) prescribing

the fee under section 13(1);

(b) prescribing the documents referred to in sections 13(2) and 23(1)(b);

(c) prescribing forms for the purposes of this Act.

RSA 1980 cR-14 s26;1984 c12 s6

Alberta

Corporate Access Number

5410385008

CERTIFICATE OF STATUS

Form 32

I CERTIFY THAT ACCORDING TO THE OFFICIAL RECORDS OF THE CORPORATE REGISTRY

MILLARVILLE COMMUNITY CHURCH
INCORPORATED IN ALBERTA ON 2003/03/21
IS AS OF THIS DATE A VALID AND SUBSISTING CORPORATION.

GIVEN UNDER MY SEAL OF OFFICE IN THE PROVINCE OF ALBERTA.

DATED: 2010/03/10

