

**CONSTITUTION OF  
THE MENNONITE BRETHREN CHURCH OF MANITOBA  
March 2011**

**ARTICLE 1  
NAME**

**Section 1 – Official Name**

The name of this corporation shall be “The Mennonite Brethren Church of Manitoba”.

**Section 2 – Details of Incorporation**

The Mennonite Brethren Church of Manitoba is incorporated by a special act of the Legislative Assembly of Manitoba, assented to on April 5, 1940, and re-enacted on November 14, 1990.

**Section 3 – Naming**

This Corporation may be referred to as “The Manitoba Conference” and such reference shall be deemed to mean “The Mennonite Brethren Church of Manitoba”.

**Section 4 – Non-Profit Status**

This Corporation shall operate as a charity and shall be carried on without purpose of gain for its members, and any profits or other gains to the charity shall be used in promoting its purpose.

**ARTICLE 2  
CONFESSION OF FAITH**

**Section 1 – Our Confession**

The confession of faith of the Manitoba Conference shall be *The Confession of Faith of the Canadian Conference of the Mennonite Brethren Church of North America*. Neither the Manitoba Conference nor its congregations shall pass or accept resolutions or practices which are in conflict with this Confession of Faith.

**ARTICLE 3  
MEMBERSHIP**

**Section 1 – Membership**

The Manitoba Conference shall consist of all the local Mennonite Brethren churches (congregations) within the boundaries of Manitoba.

## **Section 2 – Congregations becoming Members**

Any local church desiring membership in the Manitoba Conference shall pass a resolution to that effect at a properly constituted meeting of its members. Upon acceptance of such a resolution, it may petition to the Manitoba Conference for reception into same. Upon receipt of such petition, the Leadership Board of the Manitoba Conference (Leadership Board), or authorized representatives of same, shall visit the local church, and make such investigations as the Board may deem necessary regarding the foundation of faith of the church in question, its organization, and such other matters as the Board may deem necessary. The Board shall then bring a recommendation concerning membership to the next Assembly of Congregations of the Manitoba Conference (Assembly of Congregations). At such Assembly of Congregations, the Manitoba Conference, through its delegates, shall vote on the membership of such local church.

## **Section 3 – Revoking Membership**

The Manitoba Conference may suspend or revoke the membership of a congregation when:

- (a) the congregation departs from the scriptural fundamentals of faith,
- (b) the congregation does not accept the decisions of the Manitoba Conference, or
- (c) the congregation causes ill reports because of internal unseemly conditions.

## **Section 4 – Investigation of Membership Issues**

When an issue arises under the preceding section, the same shall be investigated by the Leadership Board of the Manitoba Conference and the Board shall make a recommendation. The Assembly of Congregations of the Manitoba Conference shall then dispose of such issue.

## **Section 5 – Membership Responsibilities**

Congregations shall be responsible for carrying out decisions of the Manitoba Conference, including existing and continuing obligations and further obligations accepted by the Assemblies of Congregations.

## **Section 6 – Provincial and Canadian Membership**

Each congregation is also a member of the Canadian Conference of Mennonite Brethren Churches, with which Conference the Manitoba Conference is united.

# **ARTICLE 4 CONGREGATIONS**

## **Section 1 – Mandate for New Congregations**

The Manitoba Conference shall have the right and duty to establish and organize new congregations and to receive them into its membership.

## **Section 2 – Churches planting Churches**

A group of believers who desire to establish a Mennonite Brethren Church shall consult with the local Mennonite Brethren Church, if there is one, and may then request assistance from the said church or the Leadership Board of the Manitoba Conference in establishing a new church.

## **Section 3 – Criteria for New Congregations**

The principal criteria for the establishment and organization of new congregations shall be as follows:

- (a) Only such persons shall be accepted for congregation membership who upon the confession of their faith have been baptized and are living a Christian life. If they are members of Mennonite Brethren congregations, their certificates of membership shall be forwarded to the new church.
- (b) If prospective members come from other churches and have been baptized upon the confession of faith and are living a Christian life, they shall be admitted to membership on the basis of their personal testimony.
- (c) Acceptance of the Confession of Faith of the Canadian Conference of the Mennonite Brethren Church of North America and co-operation in undertakings of the Manitoba Conference shall be required for admission into the church.

## **Section 4 – Local Congregations**

The congregation shall provide for the filling of all offices within the church and shall apply for registration as a Canadian charitable organization.

## **Section 5 – Congregational Autonomy**

Subject to Articles 3 and 22 and Appendix I, neither the Manitoba Conference nor another congregation shall interfere in the affairs of a congregation unless and only to the extent requested by such congregation.

## **Section 6 – Assistance when Needed**

In the event a congregation shall fall into either spiritual or temporal difficulty, other congregations and the Manitoba Conference shall offer assistance and resolution of such difficulty.

## **Section 7 – No Proprietary Rights**

Subject to Appendix I, the physical assets of the congregation shall be deemed to belong to its continuing members. Withdrawal from membership shall not entitle any member of a congregation to a rateable portion of the church's assets.

**ARTICLE 5  
CONFERENCE RESPONSIBILITIES**

**Section 1 – Responsibilities**

The Manitoba Conference shall assume responsibility in the following areas related to the faith and life of member congregations and to conference ministries.

Resourcing Congregations:

- (a) worship and fellowship within the congregations,
- (b) mutual concern and spiritual assistance within the congregations,
- (c) the spiritual life of the congregations.

Initiating Mission:

- (a) missions,
- (b) education within Manitoba,
- (c) evangelism.

Developing Leaders:

- (a) participating in funding initiatives.

**Section 2 – Sister Organizations**

The Manitoba Conference shall, as possible, collaborate with the undertakings of the Canadian Conference.

**ARTICLE 6  
ASSEMBLIES OF CONGREGATIONS OF THE MANITOBA CONFERENCE**

**Section 1 – Purpose**

An Assembly of Congregations (which may also be called a Convention) of the Manitoba Conference shall consist of an assembly of delegates for the purpose of deliberating business of the Manitoba Conference, electing its officers and directors, and dealing with its finances.

**Section 2 – Representation of Congregations**

- (a) Congregations shall be represented at Assemblies of Congregations of the Manitoba Conference by their leader or pastor and one (1) delegate for every fifteen (15) members or a fraction thereof; only delegates shall have voting privileges.
- (b) All delegates shall be in good standing with their local member congregation and shall have been authorized by it to be one of its representatives.
- (c) The Executive may invite any person to participate in deliberations at any Assembly of Congregations.

### **Section 3 – Frequency of Meetings**

The Manitoba Conference shall be called into a regular Assembly of Congregations once in each calendar year at a time and place to be determined by the officers of the Manitoba Conference. The time between annual Assemblies of Congregations shall be referred to as an “Assembly of Congregations term”.

### **Section 4 – Special Assemblies**

Special Assemblies of Congregations of the Manitoba Conference may be called by the Executive to deal with urgent matters. Particulars of such matters shall be delivered to the congregations at least forty-five (45) days in advance.

### **Section 5 – Time and Place of Meeting**

- (a) At the conclusion of a regular Assembly of Congregations of the Manitoba Conference, the date(s) for the next regular Assembly of Congregations, as determined by the officers of the Manitoba Conference, shall be announced.
- (b) The officers of the Manitoba Conference shall determine the place of meeting of any regular or special Assembly of Congregations.

### **Section 6 – Decision-making Process**

Unanimity shall be sought when possible on all ordinary questions that are submitted to an Assembly of Congregations for a vote, but a simple majority of the delegates present shall carry such vote.

### **Section 7 – Parliamentary Rules**

The customary parliamentary rules shall be observed by all Assemblies of Congregations of the Manitoba Conference.

### **Section 8 – Manitoba Conference in Interim**

To the minimum extent necessary, the Leadership Board of the Conference shall function as the Assembly of Congregations in Interim to take action on urgent matters. Such actions shall be ratified at the next Assembly of Congregations.

## **ARTICLE 7 COUNCILS OF REPRESENTATIVES OF THE MANITOBA CONFERENCE**

### **Section 1 – Purpose**

A Council of Representatives of the Manitoba Conference shall consist of an assembly of delegates in one or more sessions for the purpose of deliberating the affairs of the Manitoba Conference.

## **Section 2 – Representation of Congregations**

- (a) Congregations shall be represented at a Council of Representatives of the Manitoba Conference by their leader or pastor, the moderator (or equivalent) and one other.
- (b) All delegates shall be in good standing with their local congregation and shall have been authorized by it to be one of its representatives.
- (c) The Executive Committee may invite any person to participate in deliberations at any Council of Representatives.

## **Section 3 – Frequency of Meeting**

The Manitoba Conference shall be called into a Council of Representatives at least once in each calendar year at a time and place to be determined by the officers of the Manitoba Conference in consultation with the local congregation which functions as host to such Council of Representatives.

## **ARTICLE 8 ELECTION**

### **Election 1 – Eligibility for Office**

- (a) Members in good standing with their congregation and of the age of majority shall be eligible for elected or appointed office.
- (b) Questions of conflict of interest shall be taken into account when considering nominees for any elected or appointed office.
- (c) A conference employee leaving employment shall not be eligible to serve on the formerly employing board until a period of three years has passed from the cessation of his or her employment.
- (d) The spouse of an employee of the Manitoba Conference shall not be eligible to serve on the board while his or her spouse is employed by that board.

### **Section 2 – Nominating Committee**

- (a) Nominations for elected office shall be put forward at Assemblies of Congregations by a standing Nominating Committee consisting of the following:
  - i) the Secretary of the Manitoba Conference,
  - ii) seven (7) members appointed by the Leadership Board, with two (2) from Winnipeg and one (1) each from the Eastern, Northern, Southern, Central and Western Districts (See Article 9, Section 9). Appointments shall be appropriately staggered.
  - iii) additional members appointed at the discretion of the Executive for the purpose of balance.
- (b) The Chair for the following year shall be elected by the Nominating Committee at its final meeting from among those members remaining on the Committee.
- (c) The term of office shall be two (2) Assembly of Congregations terms.

- (d) The Executive shall make the appointments to the Nominating Committee at the beginning of each Assembly of Congregations year to allow for completion of the work of the Nominating Committee.
- (e) The Nominating Committee shall contact the Leadership Board of the Manitoba Conference regarding its need for members. The Leadership Board shall suggest nominees to the Nominating Committee.
- (f) The Nominating Committee shall contact Manitoba Conference-related boards and committees regarding their needs for MB members, and to suggest nominees to serve.

**Section 3 – Voting at Assemblies of Congregations**

Election shall be made by acclamation or by show of hands if at least two-thirds of delegates present at the Assembly of Congregations assent, but otherwise shall be by ballot.

**Section 4 – Term Limits**

No person shall be eligible for election to any board or appointment to a standing committee for more than three (3) successive terms.

**ARTICLE 9  
ORGANIZATION**

**Section 1 – Officers of the Manitoba Conference**

The Manitoba Conference shall have the following officers, which shall constitute the Executive:

- (a) Moderator
- (b) Assistant Moderator
- (c) Secretary
- (d) Treasurer

**Section 2 – Leadership Board, Standing Committees, and Incorporated Ministries**

The activities of the Manitoba Conference shall be carried out by a Leadership Board, standing committees of the Leadership Board, or by membership in specified incorporated ministries. These shall include the following:

- (a) Nominating Committee (Article 8)
- (b) Leadership Board (Article 10)
- (c) Executive Committee (Article 11)
- (d) Faith and Life Committee (Article 13)
- (e) Missions & Church Extension Committee (Article 14)
- (f) Conflict Resolution Committee (Article 15)
- (g) Finance & Audit Committee (Article 16)
- (h) Personnel Committee (Article 17)

- (i) Constitution Committee (Article 18)
- (j) Board of Concord College/Canadian Mennonite University (Article 19)
- (k) Member of Mennonite Brethren Collegiate Institute Inc. (“MBCI”) (Article 20)
- (l) Member of Family Life Network Inc. (“FLN”) (Article 21)

### **Section 3 – Officers of Standing Committees**

The officers of standing committees shall include a Chairperson and a Secretary and such other officers as such committees may from time to time require.

### **Section 4 – Special Committees**

The Manitoba Conference may elect or appoint special committees by resolution of an Assembly of Congregations. Special committees shall be so constituted and shall carry out such functions as the Manitoba Conference by resolution of an Assembly of Congregations may direct. The Leadership Board may appoint special committees to carry out such functions as it may direct. The creation of such special committees and their mandate shall be reported to the Assembly of Congregations.

### **Section 5 – Duties of Officers and Boards**

The duties of officers, the Leadership Board and of standing committees shall be set forth in the Articles which follow.

### **Section 6 – Responsible to the Assembly of Congregations**

The Leadership Board shall be directly responsible to the Assembly of Congregations of the Manitoba Conference and shall report to Assemblies of Congregations on matters under its jurisdiction, and shall make to such Assemblies of Congregations such recommendations as it may, from time to time, deem appropriate.

### **Section 7 – Record Keeping**

The Leadership Board and standing committees of the Board shall record minutes of their meetings, and their secretaries shall regularly forward copies thereof, along with any other documents, to the secretary of the Manitoba Conference.

### **Section 8 – Termination**

The term of office of any elected or appointed member or officer may be terminated for reasonable cause by the Manitoba Conference, acting through a simple majority decision of individuals comprising the Manitoba Conference in the interim.



## **Section 9 – Districts**

The congregations shall be divided into the following districts: Central, Eastern, Northern, Southern, Western, Winnipeg, to reflect an appropriate representation, as established by the Assembly of Congregations from time to time.

## **Section 10 – Staff Leadership Team**

The Manitoba Conference shall establish senior level staff positions by resolution of an Assembly of Congregations, upon recommendation of the Leadership Board.

# **ARTICLE 10 LEADERSHIP BOARD**

## **Section 1 – Election and Organization**

- (a) The Leadership Board shall consist of the Executive of the Conference plus six elected members at large.
- (b) Executive and elected members at large shall hold office for two (2) Assembly of Congregations terms, with two (2) Executive and three (3) members at large to be elected at each regular Assembly of Congregations.
- (c) All members of the Leadership Board may serve for three consecutive terms after which a one-year recess is required for eligibility to another term of service.
- (d) The Executive shall be the officers of the Leadership Board.

## **Section 2 – Duties**

- (a) To provide good governance to The Mennonite Brethren Church of Manitoba and be accountable to it for the same.
- (b) To establish the Vision and define the Mission of the Conference.
- (c) To establish the Policies that govern the collective life of the Conference.
- (d) To hire the Lead Staff, establish their Job Descriptions, and hold them accountable for the performance of their respective and collective duties.
- (e) To establish the policies which both guide and limit the Lead Staff in the performance of their duties.
- (f) To be the custodians of the official seal of the Manitoba Conference.
- (g) To act as signing officers of the Manitoba Conference as required.
- (h) To report to and be held accountable by the Assembly of Congregations for annual audited financial reports
- (i) To establish or arrange for such offices, branch offices, facilities and/or premises for conduct of activities, as and wherever those may be required, for purposes of conducting the activities of the Manitoba Conference and to arrange to appropriately equip the same.

**ARTICLE 11**  
**TERMS AND DUTIES OF EXECUTIVE OFFICERS**

**Section 1 – Election and Term of Office**

- (a) The Executive shall consist of four (4) members, being the Moderator, the Assistant Moderator, the Secretary and Treasurer (officers).
- (b) All officers shall be elected at a regular Assembly of Congregations of the Manitoba Conference.
- (c) The term of office for all officers shall commence immediately upon adjournment of the Assembly of Congregations at which the election takes place and shall continue to the end of the second regular Assembly of Congregations from such adjournment.
- (d) No officer shall be elected to the same office for more than three (3) successive two-year terms after which a one-year recess is required for eligibility to another term of service.
- (e) Any person who has served three (3) successive terms as moderator shall be ineligible for election to the office of assistant moderator for the following term.
- (f) In the event that the moderator shall be unable to complete a term by reason of death, illness, or otherwise, or is removed from office as herein provided, the assistant moderator shall become the moderator until the next regular Assembly of Congregations of the Manitoba Conference.
- (g) In the event that any other officer of the Manitoba Conference shall be unable to complete a term by reasons of death, illness, or otherwise, or is removed from office as herein provided, then a replacement shall be appointed by the Leadership Board, after consultation with the Nominating Committee, until the next regular Assembly of Congregations of the Manitoba Conference.
- (h) Any officer of the Manitoba Conference may be removed from office upon the petition to the Leadership Board of at least 25 members in good standing in congregations, followed by a unanimous vote of the other members of the Leadership Board.

**Section 2 – General Duties**

- (a) To prepare the agenda for the Leadership Board, chair its meetings and record minutes of the same.
- (b) The officers shall be collectively responsible for any matters not falling under the jurisdiction of a standing committee and/or for which no other provision has been made.

**Section 3 – Duties of Individual Officers**

- (a) The moderator shall preside at meetings of the Leadership Board, the Assembly of Congregations, the Council of Representatives, at meetings of the Executive and the Leadership Board.
- (b) The assistant moderator shall assist the moderator in carrying out the moderator's responsibilities and shall have all the powers and responsibilities of the moderator in the moderator's absence; and shall be a member of the Personnel Committee.
- (c) The secretary shall be responsible for the recording of the minutes at Leadership Board meetings, at all Assemblies of Congregations and Councils of Representatives of the

Manitoba Conference and at all meetings of the Executive. The secretary shall regularly receive the minutes and other documents from all committees and after a period of five (5) years, the secretary shall forward them to the Canadian Conference Archivist. Following each regular Assembly of Congregations, the secretary shall publish an official Manitoba Conference yearbook containing an accurate record of the minutes of the Assembly of Congregations and such information as it may direct. The secretary's duties may be delegated.

- (d) The treasurer shall be a member of the Finance and Audit Committee, will function as a consultant to the conference administrator on the financial affairs of the conference including budget development and review of financial statements, and generally, advise the Leadership Board in matters relating to the Finance Policies of the conference. The treasurer will ensure that the conference is in compliance with the law of the land.

## **ARTICLE 12 STAFF LEADERSHIP TEAM**

### **Section 1 – Organization**

- (a) The Staff Leadership Team shall include all senior staff employed into leadership positions approved by the Assembly of Congregations
- (b) Members of the Staff Leadership Team shall be employed by the Leadership Board of the Conference to lead specific areas of Conference ministry and be accountable to that board for the performance of their specific assignments.
- (c) Collectively, the Staff Leadership Team shall function as the Executive Officer of the Conference.
- (d) The Team will organize internally to assign any executive functions that are not included in the specific job descriptions of individual members.

### **Section 2 – Duties**

- (a) Members shall individually take responsibility for their ministry areas, as defined and described in their job descriptions. They will report to the Leadership Board.
- (b) Members shall participate in the process of shaping the Vision and Mission of the Conference, in collaboration with the Leadership Board.
- (c) Members will assist in the work of Committees of the Leadership Board, as assigned.
- (d) Members shall be responsible for necessary arrangements for Assemblies of Congregations and Councils of Representatives of the Manitoba Conference.
- (e) Members shall manage the business, legal and temporal affairs of the Manitoba Conference.
- (f) Members shall manage the real estate and all permanent funds of the Manitoba Conference.
- (g) Collectively, the Staff Leadership Team shall work to advance the Mission of the Conference.

**ARTICLE 13  
FAITH AND LIFE COMMITTEE**

**Section 1 – Organization**

- (a) The Committee shall consist of five (5) members including the Conference Pastor, the Manitoba Conference representative to the Canadian Conference Board of Faith and Life (BFL), and three (3) other persons selected by the Leadership Board.
- (b) The Committee will report to the Leadership Board through the Conference Pastor.
- (c) The Committee will meet at the call of the Conference Pastor.
- (d) The Committee shall elect its own officers from among its members.

**Section 2 – Duties**

The purpose of the Faith and Life Committee (FLC) is to assist the Conference Pastor in upholding biblical and ethical faithfulness in the Mennonite Brethren Church of Manitoba as it is expressed in the MB Confession of Faith. The Faith and Life Committee will:

- (a) Examine the faith and life of ministers and approve them as Credentialed Pastors within MBCM upon the recommendation of their local church.
- (b) Assist churches with theological and ethical issues upon request and when the need arises.
- (c) Represent MBCM at the Board of Faith and Life (Canadian Conference of MB Churches) and act as liaison between MBCM churches and BFL when necessary.

**ARTICLE 14  
MISSIONS AND CHURCH EXTENSION COMMITTEE**

**Section 1 – Organization**

- (a) The Committee shall consist of four to six members, including the Missions and Church Extension (MCE) Director.
- (b) The committee shall be appointed by the Leadership Board in collaboration with the MCE Director.
- (c) The Committee shall elect its own officers from among its members.

**Section 2 – Duties**

- (a) To support the MCE Director in advancing mission work in Manitoba.
- (b) To be available as an advisory body to congregations planting churches.

**ARTICLE 15  
CONFLICT RESOLUTION COMMITTEE**

**Section 1 – Organization**

- (a) The Committee shall consist of three (3) members including the Conference Pastor.
- (b) Members shall be appointed by the Leadership Board in collaboration with the Conference Pastor and report to it through the Conference Pastor.
- (c) The Committee shall elect its own officers from among its members.

**Section 2 – Duties**

- (a) To be a resource upon request to assist churches in situations of difficult conflict.
- (b) To be involved in the dissolution of any Mennonite Brethren Church of Manitoba with a view to the possible preservation or relocation of the church to be dissolved as a centre for continuing witness.

**ARTICLE 16  
FINANCE AND AUDIT COMMITTEE**

**Section 1 – Organization**

- (a) The Committee shall consist of three (3) members including the Treasurer.
- (b) Members shall be appointed by the Leadership Board, and report to it through the Treasurer
- (c) The Committee shall elect its own officers from among its members.

**Section 2 – Duties**

- (a) The Finance and Audit Committee shall recommend to the Assembly of Congregations and hire an independent public auditor.
- (b) It shall monitor the financial policies of the Conference, and ensure legal compliance and integrity in Conference financial affairs.

**ARTICLE 17  
PERSONNEL COMMITTEE**

**Section 1 – Organization**

- (a) The Committee shall have three (3) members including the Assistant Moderator
- (b) Members shall be appointed by the Leadership Board and will report to it through the Assistant Moderator.
- (c) The Committee shall elect its own officers from among its members.

## **Section 2 – Duties**

- (a) To develop and monitor compensation and human resource policies and practices within the Conference.
- (b) To resource churches in matters relating to human resources.
- (c) To assist the Leadership Board to formulate policies for congregations that will comply with government legislation and will reinforce a commitment to establish an environment in which personal relationships are characterized by respect, integrity, and Biblical morality. Without limitation, the *Safe Place Policy for Childrens Ministry* and the *Policy Regarding Adult Sexual Abuse* are two existing policies that fall under the purview of the Committee.

## **ARTICLE 18 CONSTITUTION COMMITTEE**

### **Section 1 – Organization**

- (a) The Committee shall consist of three (3) members including the senior Administrator.
- (b) Members shall be appointed by the Leadership Board and shall report to it through the senior Administrator.
- (c) The Committee shall elect its own officers from among its members.

### **Section 2 – Duties**

- (a) To advise Assemblies of Congregations of the Manitoba Conference of constitutional issues which may arise from time to time at such Assemblies of Congregations.
- (b) To maintain adherence to the provisions of the constitution at Assemblies of Congregations of the Manitoba Conference and in the actions and practices of officers and committees of the Manitoba Conference.
- (c) To recommend and draft, as necessary, amendments to the constitution.
- (d) To select the Assembly of Congregations Parliamentarian.
- (e) Through the Leadership Board, to notify the congregations of proposed constitutional changes sixty (60) days prior to the annual Assembly of Congregations so that the Constitution can be kept current.
- (f) To function as a resource to churches in matters relating to constitutional issues.

## **ARTICLE 19 BOARD OF CONCORD COLLEGE / CANADIAN MENNONITE UNIVERSITY**

### **Section 1 – Election and Organization**

- (a) The Board of Concord College shall consist of fifteen (15) members:
  - nine (9) members shall be elected at the annual Assembly of Congregations, on a staggered basis,

- one (1) member shall be selected by the Executive Committee, which member shall also be on the Board of Governors of Canadian Mennonite University,
  - one (1) member shall be selected by the MBCM Leadership Board from any region of Canada.
  - four (4) members shall be selected by supporting Mennonite Brethren conferences in provinces other than Manitoba.
- (b) The term of office of members of the Board shall be three (3) Assembly of Congregations terms. Each member of the Board shall be entitled to vote.

## **Section 2 – Duties of the Board of Concord College**

- (a) The Board of Concord College shall be part of the Canadian Mennonite University (CMU) Council as constituted under the CMU By-Law.
- (b) The Board of Concord College, through its member on the CMU Board of Governors shall regularly report to the Leadership Board on the affairs of CMU.

## **ARTICLE 20 MEMBERSHIP REPRESENTATION IN MBCI**

### **Section 1 – Member Representation**

Commencing from the date of incorporation of MBCI, the Manitoba Conference shall be a founding member of MBCI. The Executive shall nominate such number of delegates as are set forth in MBCI’s constating documents or bylaws to be its representatives (collectively, the “MBCI Representative”) at the annual general meeting of MBCI and at any other meeting of the members of MBCI. The Executive shall be entitled to remove and replace the persons comprising the MBCI Representative at any time.

The MBCI Representative shall represent the Manitoba Conference, be its proxy at all such meetings and shall have full authority to vote on behalf of the Manitoba Conference in all matters and decisions related to MBCI. Notwithstanding the foregoing, the MBCI Representative shall, where possible, seek the approval of the majority of the Leadership Board:

- (a) for decisions related to a sale, lease or exchange of all or substantially all the property of MBCI;
- (b) for any amendment of MBCI’s articles or bylaws, pertaining directly, or indirectly, to the religious and/or spiritual nature of MBCI.
- (c) for any other contract, act or transaction submitted to it in the sole discretion of the MBCI Representatives; and such approval or ratification shall be signified in writing in minutes of a meeting of, or otherwise by a resolution of the Leadership Board.

## **Section 2 – Reporting**

The MBCI Representative shall be required to report to the Leadership Board within sixty (60) days after each meeting of the members of MBCI, or more frequently as requested by the Leadership Board.

## **ARTICLE 21 MEMBERSHIP REPRESENTATION IN FAMILY LIFE NETWORK**

### **Section 1 – Member Representation**

Commencing from the date of incorporation of FLN, the Manitoba Conference shall be a founding member of FLN. The Executive shall nominate such number of delegates as are set forth in FLN’s constating documents or by-laws, to be its representatives (collectively, the “FLN Representative”) at the annual general meeting of FLN and any other meeting of the members of FLN. The Executive shall be entitled to remove and replace the persons comprising the FLN Representative at any time.

The FLN Representative shall represent the Manitoba Conference, be its proxy at all such meetings and shall have full authority to bind the Manitoba Conference in all matters and decisions related to FLN other than the following matters, which shall require the approval or ratification of the majority of the Leadership Board:

- (a) for a sale, lease or exchange of all or substantially all the property of FLN;
- (b) for any amendment of FLN’s articles or bylaws pertaining directly, or indirectly, to the religious or spiritual nature of FLN.
- (c) For any other contract, act or transaction as may be submitted to it in the sole discretion of the FLN Representative; and such approval or ratification shall be signified in writing in minutes of a meeting of, or otherwise by a resolution of the Leadership Board.

### **Section 2 – Reporting**

The FLN Representative shall be required to report to the Leadership Board within sixty (60) days after each meeting of the members of FLN, or more frequently as requested by the Leadership Board.

## **ARTICLE 22 AMENDMENT OF THE CONSTITUTION**

### **Section 1**

The constitution of the Manitoba Conference may be amended at any Assembly of Congregations of the Manitoba Conference.



## **Section 2**

Notice of motion for amendments may be made at any Assembly of Congregations of the Manitoba Conference, for disposition at the next Assembly of Congregations of the Manitoba Conference.

## **Section 3**

In the alternative, notice of motion to amend the constitution may be dealt with at any Assembly of Congregations of the Manitoba Conference provided that such notice shall have been delivered to each of the congregations, together with an accurate outline of the proposed amendment, not less than 60 days before the commencement of the Assembly of Congregations at which constitutional amendment will be sought.

## **Section 4**

Any motion to amend the constitution shall require the votes of two-thirds of the voting delegates in order to carry.

## **Section 5**

With the exception of Articles 1, 2, 3, 4, 5, 6, 8, 9, 22, 23 and Appendix I, any provision of the constitution of the Manitoba Conference may be waived for such period of time as may be proposed and agreed to at any Assembly of Congregations but any such waiver shall require the votes of three-fourths of the voting delegates.

## **ARTICLE 23**

The previous constitution of the Manitoba Conference is hereby repealed and the foregoing Articles numbered 1 to 22 and this Article 23 shall be, and are hereby, passed and enacted as the constitution of The Mennonite Brethren Church of Manitoba.

## **APPENDIX I PROPERTY**

### **Section 1 – Property of the Manitoba Conference**

- (a) All property, whether real or personal, of the Manitoba Conference, as opposed to the property of the congregations, shall be subject to the direct supervision and management of the Leadership Board.
- (b) The real property of the Manitoba Conference shall be registered in the name of THE MENNONITE BRETHREN CHURCH OF MANITOBA.

### **Section 2 – Property of the Congregations and associated organizations**

- (a) All property of the congregations, real and personal, shall be subject to the supervision and management of the local member church.
- (b) Subject to Section 3, the real property of all congregations shall be registered in the name of THE MENNONITE BRETHREN CHURCH OF MANITOBA.
- (c) The Manitoba Conference, by holding such titles to real property, shall act only as a bare trustee and the congregations shall retain full and absolute equitable ownership of their real property.
- (d) The Manitoba Conference shall not be liable for any debts or obligations incurred by congregations in connection with congregations' real property or otherwise.
- (e) The Manitoba Conference, through its Leadership Board, shall immediately upon request by the local member church sign all reasonable legal documents relating to real property.
- (f) Upon disassociation of any local member church from the Manitoba Conference, legal and equitable ownership in all real and personal property of such church shall immediately vest in The Mennonite Brethren Church of Manitoba, subject to any recommendations by the Leadership Board to the Manitoba Conference and any decision of the Manitoba Conference relating to the same.
- (g) In the event of dissolution of a local member church or of associations or organizations composed of members of the Manitoba Conference or associations and organizations composed of members of congregations, subject to any contrary decision of the members of the Manitoba Conference relating thereto, legal and equitable ownership in all real and personal property of such church, organization, or association shall immediately vest in The Mennonite Brethren Church of Manitoba and shall be administered through its Leadership Board for the benefit of the Manitoba Conference.

### **Section 3**

Notwithstanding Section 2, Assemblies of Congregations of the Manitoba Conference shall be entitled to deal with all property of the congregations as such Assemblies of Congregations may deem advisable, subject only to the provisions of any trust under which such property may be held.

## **APPENDIX 2 SIMONHOUSE BIBLE CAMP**

**Prologue:** Simonhouse Bible Camp is currently owned and operated by the Mennonite Brethren Church of Manitoba, under the mandate assigned to the Board of Missions and Church Extension (MCE). In the governance structure of the Manitoba Conference as described in this Constitution, MCE no longer exists, necessitating a re-structuring of the relationship of Simonhouse Bible Camp to the Conference. A process of review and decision-making among stakeholders in SHBC has been initiated. In the interim, the following governance arrangement shall pertain.

**Camp Committee** – The existing Camp Committee of Simonhouse Bible Camp (SHBC) as structured by the SHBC Constitution will report to the LB through the MCE Director. The Camp Committee will give support to the Director of Simonhouse Bible Camp with respect to the activities of SHBC. The Leadership Board will hold fiduciary responsibility for SHBC.