

# Constitution & Bylaws of The Table Church

Last Amended: 13 February 2019  
Amendments Confirmed: Not yet confirmed

## CONSTITUTION OF The Table Church (The “Organization”)

1. The name of the organization is The Table Church
2. The purposes of the organization are:
  - a) To conduct public or private meetings of a religious nature,
  - b) To acquire by purchase, lease, donation or otherwise, any real or personal property to be used in the work of the organization and maintain any such real or personal property and as needed, to sell, mortgage, lease or otherwise dispose of any real or personal property,
  - c) To operate as a charitable organization and to receive, acquire and hold gifts, donations, devices and bequests of every nature and description towards the purposes of the organization,
  - d) To do all such things, including determining the employment of staff and contract employees, as may be necessary to the attainment of the aforesaid objects, and
  - e) To operate exclusively for charitable purposes in Canada

# BYLAWS

Here set forth, in numbered clauses, the bylaws providing for the matters referred to in section 6 of The Corporations Act of Manitoba

## A. MEMBERSHIP

- (i) Membership is accepted from any person who
  - makes known their desire to take up the responsibilities and privileges as a member of the organization
  - By registering on the voluntary sign in list at the annual AGM.

Every member in good standing has equal rights and obligations.

- (ii) Privileges include the right to vote on all organization matters, to serve in leadership and other roles that support the organization.
- (iii) Members may resign at any time. They may also have their membership cancelled for actions inconsistent with the purposes of the organization, as determined by the directors.

## B. MEETINGS

- (i) The Annual General Meeting of the organization (the AGM) shall be held in the first quarter of the calendar year at the time and place fixed by the board of directors.
- (ii) The time and place of the AGM shall be given in writing to the members, and such notice shall be given to members not less than 14 days prior to the AGM. The time and place of the AGM shall also be announced the two preceding Sundays during the regular service.
- (iii) Meetings of the organization may be called for at any time by the Chairman or by any three of the directors or by 10% or more of the members in good standing of the organization. Notice of any such meetings shall be given to the members as if the meeting was an AGM in accordance with subparagraph B(ii).
- (iv) At any meeting of the organization, 20% of the members shall constitute a quorum but never less than three persons.
- (v) At each meeting of the organization, each member present shall be entitled to one vote on any matter properly brought before the meeting. A unanimous vote of the board of directors shall be required to carry any question concerning acquisition or disposal of

any interest in real property. Any other question may be carried by a majority of those present.

(vi) Voting by proxy is not allowed.

#### C. DIRECTORS AND OFFICERS

- (i) The corporate powers of the organization shall be vested in a board of directors who are members of The Table Church in good standing, four of whom shall constitute a quorum for the transaction of business except as hereinafter provided.
- (ii) Vacancies in the board of directors shall be filled by appointment, which shall be made by the remaining directors in office and such appointed persons shall hold indefinitely.
- (iii) A director can serve until that person chooses to resign, or a majority of the board of directors votes for their removal from the board.
- (iv) The directors shall meet and elect officers as follows:
  - (i) Chair — the chair shall preside at all meetings of the members assembled as the organization and at all meetings of the directors,
  - (ii) Vice-chair — if at any time the chair shall be unable to act, the vice-chair shall take the chair's place and perform the chair's duties,
  - (iii) Secretary — the secretary shall prepare, keep or cause to be kept, a book of minutes of all meetings of the directors,
  - (iv) Treasurer — the treasurer shall keep an accurate record, in books of account, of all receipts and disbursements of funds, which books shall be accessible to any member upon request at all reasonable times. The treasurer shall deposit monies and other valuables in the name and to the credit of the organization at such depositories as designated by the organization. The treasurer shall countersign all checks except when absent for more than one week in which case a designated director shall countersign checks.

#### D. PURCHASE AND SALE OF REAL ESTATE

- (i) The purchase and sale of real estate shall be authorized by a resolution of the board of directors, adopted by a unanimous decision at a meeting of the directors and ratified by an affirmative vote of the majority of the members present at a meeting of the members called for the purpose.
- (ii) No monies shall be borrowed by the organization unless authorized by a resolution of the board of directors, adopted by a unanimous decision at a meeting of the directors and ratified by an affirmative vote of the majority of the members present at a meeting of the members called for the purpose.

(iii) No debenture shall be issued without the sanction of a special resolution.

#### E. AMENDMENT AND REVOCATION OF BYLAWS

The bylaws may be adopted, amended, revised or revoked in whole or in part by a special resolution at a meeting, at which notice specifying the intention to purpose the resolution as a special resolution has been duly given by the affirmative vote of a three-quarters majority of the members in good standing present in person.

#### F. MANAGEMENT OF ASSETS

(i) In the event that the organization should be dissolved for any reason:

a All assets should be liquified and disbursed to charities and organizations with a similar mission to The Table Church.

(ii) No part of the organization's assets shall inure to the benefit of any private individual, and no part of the activities of the organization shall consist of participating in, or intervening in (including the publication and distribution of statements) any political campaign on behalf of any candidate for public office. The organization shall not propaganda or otherwise attempt to influence legislation to an extent which would disqualify it from status as a registered charitable organization under the Income Tax Act. Notwithstanding any other provision in this Constitution, the organization shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its specific and primary purposes.

(iii) The objects referred to in paragraph 2 shall be limited to the sole purposes and objects of registered Canadian charitable organization as described in the Income Tax Act, R.S.C. 1985 (5th Supp.) c.1 as amended.

(iv) No part of the income of the organization shall be payable or otherwise available for the personal benefit of any member, director or officer.

(v) No director or officer shall be remunerated for being or acting as director or officer, but a director or officer may be reimbursed for all expenses necessarily and reasonably incurred by him or her while engaged in the affairs of the organization.