

BY-LAWS OF
THE WORLD MISSION PRAYER LEAGUE/CANADA
(By-laws of incorporation under the Societies Act of Alberta)

NAME AND OFFICE

The name of the society is: The World Mission Prayer League/Canada, hereinafter also referred to as the Mission or League with its main office in Camrose, Alberta.

PURPOSE

The object of the society is to send Lutheran missionaries to foreign countries who through evangelism, education and philanthropy will proclaim the Gospel of Jesus Christ in the areas to which they are called and sent, and to promote such activities in the homeland as will best serve to accomplish these objectives.

I. RELATION TO THE WMPL/USA

The World Mission Prayer League/Canada regards itself as being in full partnership with the WMPL/USA sharing the same purpose and statement of faith and guided by the same principles and practices as set forth in the Handbook of the World Mission Prayer League. In this joint responsibility, the Mission, the Council and its officers and missionaries will always seek for and employ means and procedures that will ensure unity and harmony between the two missions and their common enterprise.

II. RELATION TO LUTHERAN SYNODS

The Mission seeks to work in harmony with Lutheran synods and congregations, but shall not be directly responsible to them. The Mission may provide a report of its activities upon request to any Lutheran synod or congregation.

III. MEMBERSHIP

1. Persons who indicate their desire in writing to be praying partners and members of the League, and who are thus enrolled, shall be members without financial dues.
2. All members of the League shall have voting privileges.
3. A member may withdraw at anytime by written notice to the Mission. A member is automatically disqualified from membership in the Mission by failing to renew the membership when asked to sign a new membership card.
4. As required under the Societies Act, the Mission shall keep a register of its members, containing the full name and address of the applicants for incorporation, and the names of other persons admitted including admission dates and the date on which any person ceases to be a member.
5. Members may inspect all books and records at headquarters office of the Mission.

IV. MEETINGS

1. The League shall meet in a regular annual meeting or in special meetings as called by the Council or its Executive Committee consisting of its elected officers.
2. Notice of meetings shall be published in publications of the Mission or by written notice to members at least 21 days before the meeting.
3. At any meeting of the Mission ten members shall constitute a quorum.

V. GOVERNANCE AND ADMINISTRATION

1. COUNCIL

The governance and direction of the affairs of The World Mission Prayer League/Canada shall be vested in a Board of Trustees, more commonly called the Council, who shall be members of the Mission. The Council shall consist of not less than six and not more than eighteen members, approximately one half being vocational ministers and one half lay persons, elected for three year terms on a staggered basis. The election of the Council shall be conducted by mail vote. No Council member shall serve more than three consecutive elected terms. A member of the Council who withdraws as a member of the League is automatically disqualified as a member of the Council. The Council shall fill vacancies. Council members serve without remuneration. For the transaction of Council business, a majority of members present shall constitute a quorum. Normally, the council meets quarterly. The Council may appoint designated committees or particular officers such as directors, area representatives or office personnel to expedite its work. Such committees or officers shall be subject to guidelines and terms of appointment. The Council shall promote mission conferences.

2. EXECUTIVE OFFICERS

The Council shall meet within 21 days after the Annual Meeting and shall organize itself by electing from its members the following officers for one year terms which can be renewed:

- a) A President who shall preside at all meetings of the Mission and the Council and perform such duties as are inherent in the office of President. In questions arising at any meeting where there is an equality of votes, the President shall cast the deciding vote. The President shall be an ex-officio member of all committees elected by the Mission or by the Council, have custody of the seal of the Mission, and sign all such documents as may require signature, as well as affix the seal of the Mission thereto when it is needed.
- b) A Vice-President who shall perform the duties of the President during any absence of the President.

- c) A Secretary who shall keep an accurate record of all proceedings of The World Mission Prayer League/Canada and of the Council, and following every meeting of the Mission or of the Council, whether regular or special, shall submit without needless delay copies of its minutes to the members of the Council.
- d) A Treasurer who shall have custody of all the funds and securities of The World Mission Prayer League/Canada and shall keep proper records showing all financial transactions of the Mission and shall make disbursements of any funds of the Mission as directed by the general meeting of the Mission or by Council. The responsibility of the proper discharge of duties shall rest with the Treasurer whether these are performed personally or delegated to others. The books, accounts and records of the Secretary and Treasurer shall be audited each year by a duly qualified accountant or by two members of the society elected for that purpose at the Annual Meeting.

3. EXECUTIVE DIRECTOR

The Council may appoint an Executive Director for Canada with prescribed powers and duties. Such a Director shall be responsible to promote the aims and policies of the Mission and expedite the decisions of the Council.

4. DIRECTORATE

The Council shall appoint from its elected members and its appointed personnel an administrative committee known as the Directorate. The Directorate shall have the responsibility of administering and supervising the affairs of the Mission on behalf of the Council in accordance with the decisions and policies of the League. The Directorate shall act on behalf of the Council between meetings of the Council. It shall consider matters referred to it by the Council including serving as the Audit and Finance Committee.

5. NOMINATING COMMITTEE

The Council shall appoint a nominating committee of three persons, one from the Council and two WMPL association members from outside the council.

VI. POWERS

Subject to the authority of its by-laws and Handbook and for the purpose of carrying out its objects, The World Mission Prayer League/Canada may:

- 1. Acquire and take by purchase, donation, devise or otherwise all kinds of real estate and personal property, and may sell, exchange, mortgage, lease,

let, improve and develop it, and may erect and maintain any necessary buildings.

2. Borrow or raise or secure the payment of money in any manner it thinks fit, and in particular by the issues of debentures. In no case shall debentures be issued without the special sanction of a special resolution of the Mission. A special resolution requires 21 days of advance notice and then approval at a general meeting by at least 75% of the members voting.
3. Draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange and other negotiable or transferable instruments.

Any legal instrument approved by the Council dealing with real or personal property or with the conduct of the affairs of the Mission, shall be deemed to be fully executed if there is affixed thereto the seal of the Mission and the signature of the President or of the Executive Director or any other member of the Council who is authorized by a vote of the Council.

VII. AMENDMENTS

The by-laws of the Mission may be rescinded, altered or added to by a special resolution as defined above under powers. Changes must be registered and approved by the Registrar under the Societies Act.

VIII. DISSOLUTION

Upon dissolution all assets and property of the Mission will be distributed to one or more Canadian charitable organizations but only after the payment of all just debts and obligations.