

THE
CONSTITUTION
AND
BYLAWS



WOMEN'S MISSIONARY SOCIETY
OF
THE PRESBYTERIAN CHURCH IN CANADA

February 2004

CONSTITUTION

I NAME

The name of the Society shall be Women's Missionary Society of The Presbyterian Church in Canada.

II PURPOSE

The Women's Missionary Society is a community of Christians whose purpose, in response to the love of God in Jesus Christ, is to encourage one another and all the people of the church to be involved in local and world mission through prayer, study, service and fellowship.

III ADMINISTRATION

The business of the Society shall be carried on without gain for its members, and any profits or other accretions to the Society shall be used to support the purpose of the Society.

IV MEMBERSHIP

The membership of the Society shall consist of active members, associate members, life members and honorary members.

V ORGANIZATION

1. **Local:** Within the congregation any group of women, youth or children in sympathy with the purpose may organize as an adult group, an affiliated* adult group, an affiliated youth group or an affiliated children's group.

*Affiliated – to be connected as a subordinate member or branch.

2. **Presbyterial:** The presbyterial shall consist of all adult and affiliated groups related to the Society within the bounds of the presbyterial. Insofar as is possible the presbyterial boundaries shall correspond to presbytery boundaries.

3. **Synodical:** The synodical shall consist of presbyterials within its bounds and insofar as is practical synodical boundaries shall correspond to synod boundaries.

4. **Council:** The Council shall be the legislative body of the Society. The Council shall consist of elected delegates from the synodicals, council executive elected members, ex officio and non-voting members.

5. **Council Executive:** The council executive shall be the administrative body of the Society. The council executive shall be composed of elected members, ex officio and non-voting members.

Organization: No local group, presbyterial or synodical of the Society shall be organized without the consent of the church court of competent jurisdiction.

VI MEETINGS

1. **Council:** The annual meeting of the Society, to be known as the Council meeting, shall be held once a year at such time and place as determined by the Council, or the council executive when authorized by the Council.

Emergent meetings shall be called by the president.

2. **Council Executive:** The council executive shall hold regularly stated meetings and special meetings as it deems necessary.

Emergent meetings of the council executive may be called by the president.

VII OFFICERS OF THE SOCIETY

The officers of the Society shall be president, vice-president, secretary, treasurer and such other officers as may be deemed necessary for the conduct of the Society's work. The officers of the Society shall be the officers of the council executive.

These and any members of council executive without portfolios shall be elected at the Council meeting.

There shall be two signing officers of the Society for official documents, which shall be any two of the following: the president, treasurer or secretary.

VIII ADMINISTRATION OF PROPERTY

All property, real and personal, acquired by purchase, bequest, gift or otherwise shall be administered by the council executive, subject in the case of the real property to the provisions of section IX and subject in the case of all bequests to the direction of the Council.

IX BOARD OF TRUSTEES

Three trustees shall be appointed by the Council, one of whom shall be from the council executive and shall be the convener of the board of trustees. These shall hold for the Women's Missionary Society all the real property which it may acquire by purchase, bequest or gift, such real property to be administered for the benefit of the Society and by the direction of the Council through its council executive.

The council executive shall have the power to revoke the appointment of any trustees in the event of the removal by death or by reason of illness, incapacity, or refusal to act; and to appoint a trustee to act in the place of the one so removed until an appointment is made at the next meeting of the Council.

X REPORT TO GENERAL ASSEMBLY

The council executive shall report the work of the Society to each General Assembly.

XI BYLAWS

The Council shall have power to formulate and approve bylaws to facilitate the business and conduct of the work of the Society.

Bylaws shall be altered only by a two-thirds favourable vote of the voting members present at a regularly constituted council meeting. Notice in writing concerning proposed amendments in bylaws should be given in advance to council executive to be sent to synodicals for their consideration and comment.

XII CHANGE OF CONSTITUTION

The constitution may be altered only by the consent of a General Assembly of The Presbyterian Church in Canada. Recommendations concerning alterations in the constitution shall be sent by registered mail from council executive to each synodical at least sixty days before its annual meeting. The recommendations shall then be considered by a Council at its regularly constituted meeting. Upon receiving a two-thirds favourable vote by the voting members present, the council executive shall present the approved recommendations to the clerks of the General Assembly for the consideration of that body.

BYLAWS

I MEMBERSHIP

Active Members: Any person in sympathy with the purpose of the Society may become a member of the Society by becoming a member of a branch* of the Society, attending meetings faithfully and supporting the work regularly.

Associate⁺ Members: Any person in sympathy with the purpose of the Society who does not attend the meetings of a branch of the Society may become an associate member.

Life Members: Any branch of the Society or any individual through a branch on payment of \$50.00 may honour a person with a life membership in the Society.

Honorary Members: Any branch of the Society or any individual through a branch on payment of \$100.00 may honour a person with an honorary membership in the Society.

Note: Money for life and honorary membership certificates must be given or raised for the certificates and not taken from the regular contributions. The treasurer of the group remits the money for the certificates to the presbyterial treasurer promptly. It is recorded as a contribution of the branch giving the certificate. This money goes into the general fund of the Society.

*A 'branch' of the Society is any group related to the Society – local group, presbyterial or synodical.

⁺Associate– partner, colleague or companion; one who does not have full membership.

II LOCAL GROUPS

Adult Groups

- 1.** The group shall meet regularly to fulfil the purpose of the Women's Missionary Society. There shall be a service of worship at each meeting.
- 2.** Each group secretary shall be responsible for completing and forwarding the group report form together with the written group report to the appropriate adult secretary in the presbyterial no later than December 31st.
- 3.** The group shall present a report of its work to the congregational annual meeting.
- 4.** Groups are encouraged to have an annual meeting to evaluate the past year, make plans for the coming year and elect officers. Names of the officers should be sent immediately to the presbyterial.

5. The officers shall be president, or person designated to perform the duties of the president, vice-president, secretary, treasurer and other officers as may be deemed necessary.
6. It is suggested that where possible the term of office for all officers shall not exceed three consecutive years.
7. The executive of the group shall consist of its elected officers. The executive shall have power to transact business requiring attention between the regular meetings of the group.

It is the responsibility of the executive to supervise the work of the various officers. Where certain offices are not filled the executive shall assume the responsibility for carrying out the work of these offices and report such to presbyterial.

8. Each group shall forward all money collected for the WMS to the general fund of the Society through the presbyterial treasurer monthly, if possible. Monies received from thankofferings and undesignated legacies as well as bequests specifically left to the Society shall be sent to the national office.

If a group is not within presbyterial boundaries, contributions to the general fund shall be forwarded to the WMS national office.

Each group shall have an expense fund separate from the regular contributions for mission.

9. Election of Officers (see page 10)
A nominating committee appointed by the members of the group or the executive of the group shall be charged with the responsibility of seeking suitable people to fill all the offices for election. No name shall be presented unless the consent of the person has been secured.

Youth and Children's Groups

The WMS has an ongoing interest in ministry with children and youth. As such it will encourage children and youth groups and assist when requested.

1. Each group shall include regular mission study in its program and shall contribute monies through Covenant Community with Children and Youth (CCCY) at the national office.
2. Each group shall complete and forward the report form and written report to CCCY no later than December 31st.

III PRESBYTERIALS

Presbyterials may choose another term to use locally, but are required to have their authorized presbyterial title in brackets on all official documentation.

1. The presbyterial shall endeavour in every way to further the Society's work and to promote the organization of new branches within its bounds.
2. Each presbyterial shall be responsible for receiving the annual report forms and written reports from the local groups and any other reports during the year which the presbyterial shall deem necessary.

The presbyterial shall be responsible for completing the presbyterial report forms and written reports. After adoption by the presbyterial these reports shall be forwarded to the synodical secretaries no later than January 31.

3. The presbyterial shall present a report of its work to the presbytery annually.
4. The presbyterial shall meet annually at such place and time as may be determined.
5. The officers of the presbyterial shall normally be president, vice-president, secretary, treasurer and such other officers as may be deemed necessary. These officers shall be elected at the annual meeting.
6. The term of all offices, insofar as is possible and practical, shall not exceed three consecutive years.
7. The executive of the presbyterial shall consist of all elected officers and presidents of adult groups and affiliated groups. The presbyterial executive shall have power to transact all business of the presbyterial between annual meetings of the presbyterial.

The number of executive meetings shall be determined by each presbyterial.

8. The executive may appoint a sub-executive drawn from the elected officers of the presbyterial.

The sub-executive shall have power to transact any business which may arise between meetings of the executive and to pass the annual reports in order that they may reach the synodical executive no later than January 31st.

9. There may be a finance committee elected at the annual meeting, the convener to be the treasurer or one of the elected officers.
10. Each presbyterial shall have power to adopt bylaws applicable to its own presbyterial provided these are not contrary to the constitution and bylaws of the Society.

11. Representation to presbyterial annual meetings with voting privileges shall be one elected delegate from each adult and affiliated group and the presbyterial executive.

Note: In the event that the group president, for valid reasons, is unable to attend the presbyterial annual meeting, the group executive shall have power to appoint a substitute in her place.

12. Election of Officers (see page 10)

The nominating committee for the presbyterial shall consist of five members, one of whom shall be from the executive. These shall be elected at the annual meeting. The committee shall meet at the time of the presbyterial annual meeting and elect its convener.

The nominating committee shall be charged with the responsibility of seeking suitable people to fill all the offices of the presbyterial and present a slate to the annual meeting for election. No name shall be presented to the annual meeting unless the consent of the person has been secured. When a vacancy occurs during the year it shall be the responsibility of the executive to fill the vacancy.

IV SYNODICALS

Synodicals may choose another term to use locally, but are required to have their authorized synodical title in brackets on all official documentation.

1. The synodical shall in every way endeavour to further the Society's work within its bounds and to carry out the decisions of the Council.
2. The synodical shall be responsible for completing statistical and written reports from the reports received from the presbyterials. After adoption by the synodical these reports shall be forwarded to the WMS national office no later than February 28th.
3. The synodical shall present a report of its work to the synod annually.
4. The synodical shall meet annually no later than April 30th at such place as may be determined.
5. The officers of the synodical shall normally be president, vice-president, secretary, treasurer and such other officers as may be deemed necessary. These officers shall be elected at the annual meeting.
6. The term of all offices, insofar as is possible and practical, shall not exceed three consecutive years.
7. The executive of the synodical shall consist of all elected officers and the president of each presbyterial.

The synodical executive shall have power to transact all business of the synodical between annual meetings of the synodicals. The executive shall hold at least two meetings a year, one of which shall be at the time of the annual meeting.

8. The executive may appoint a sub-executive drawn from the elected officers of the synodical.

The sub-executive shall have power to transact any business which may arise between meetings of the executive and to pass the annual reports in order that they may reach the council executive no later than February 28th.

9. There shall be a finance committee elected at the annual meeting, the convener to be the treasurer or one of the elected officers.
10. Each synodical shall have power to adopt bylaws applicable to its own synodical provided these are not contrary to the constitution and bylaws of the Society.
11. Representation to synodical annual meetings shall be elected delegates from presbyterials, the number from each presbyterial to be determined at the synodical annual meeting, and the synodical executive.

Note: In the event that the presbyterial president, for valid reasons, is unable to attend the synodical annual meeting, the presbyterial sub-executive shall have power to appoint a member of the executive as a delegate to synodical in her place.

12. Election of Officers (see page 10)

The nominating committee of synodical shall consist of five members, one of whom shall be from the executive. These shall be elected at the annual meeting. The committee shall meet at the close of the synodical annual meeting and elect its convener.

The nominating committee shall be charged with the responsibility of seeking suitable people to fill all the offices of the synodical and present a slate to the annual meeting for election. No name shall be presented to the annual meeting unless the consent of the person has been secured. When a vacancy occurs during the year it shall be the responsibility of the executive to fill the vacancy.

V THE COUNCIL MEETING

1. The Council shall take into consideration the interests and requirements of the whole Society.
2. The Council shall receive the annual report of the Society's work and the annual report of its executive.

3. The Council shall pass all estimates for the work and transact any other business which the interests of the Society may demand.
4. Representation to the Council meeting:
 - elected delegates (other than the president) from each synodical – four from each of the four western synodicals and five from each of the three eastern synodicals;
 - council executive – all elected and non-voting members;
 - ex officio – the convener or representative of the Life and Mission Agency Committee and regional staff as appropriate.

NOTE: Synodicals should allow for area representation.

The convener of the Assembly council may be invited.

In the event that the synodical president, for valid reasons, is unable to attend the Council meeting a vice-president or a substitute shall be named by the synodical; for any other ex officio or non-voting member an appointed substitute may attend.

5. Business for consideration by the Council shall be forwarded as follows:
 - ***From an adult group*** – Such business shall be presented in writing to the presbyterial annual meeting. If approved by a two-thirds vote of the presbyterial it shall be transmitted through the synodical executive, with comment, no later than May 1st for consideration by the Council meeting.
 - ***From a presbyterial*** – Such business, if approved by a two-thirds vote of the presbyterial, shall be transmitted with comment through the synodical executive no later than May 1st for consideration by the Council meeting.
 - ***From a synodical*** – Such business, if approved by a two-thirds vote, shall be transmitted no later than May 1st for consideration by the Council meeting.

6. Election of Officers

The nominating committee of the Council shall be composed of five elected members of council executive, and shall be elected at the council meeting. The committee shall name its own convener from among its members. The committee shall consult with the synodical presidents throughout the process.

The committee shall be charged with the responsibility of presenting a slate of officers, other members of council executive, board of trustees and members of the nominating committee to the council meeting for election.

When a vacancy on council executive occurs during the year, the committee may present to council executive for decision the names of one or more persons.

Council executive shall appoint members to assembly agency committees.

Duties of officers shall be set out in the Society's *Duties of Officers*.

Note: Nominations from the floor of the Council meeting will be accepted providing the consent of the nominee has been secured. If there should be more than one name for an office, election shall be by ballot.

VI COUNCIL EXECUTIVE

1. Council executive shall be composed of elected members, no more than seventeen, the president of each synodical as voting ex officio members, and non-voting ex officio members.

The elected members shall be as follows:

- Synodical of British Columbia - one
- Synodical of Alberta & The Northwest - one
- Saskatchewan Synodical Core Committee - one
- Synodical of Manitoba & Northwestern Ontario - one
- Synodical of Southwestern Ontario - five
- Synodical of Toronto and Kingston - five
- Synodical of Quebec and Eastern Ontario - three

Elected members of council executive shall be elected annually but normally shall be expected to assume a three-year term, and may be re-elected for one further three-year term (a total of six years), following which, after a one-year break, they may again be elected to council executive.

If a member resigns before the completion of any three-year term, a new member may be elected to fill the vacancy for the remainder of that term. This person is then eligible for election for one three-year term.

Note: Years served on council executive as ex officio members will not count towards six years of eligibility.

Non voting members are the executive director, other staff in attendance and the representative of the Life and Mission Agency.

Three new members should be elected each year in order to provide for rotation and continuity of membership on council executive.

Members of council executive are designated as officers or members without portfolio. Officers shall be president, vice-president, secretary, treasurer and such other officers as may be deemed necessary for the conduct of the Society's work. Officers shall be elected annually. The term of office shall not exceed three consecutive years.

At the beginning of the president's final year in office, a member with council executive experience should be designated as first vice-president with the agreement that she let her name stand for election as president the following year.

If the retiring president has completed six years on council executive, she shall be asked to continue on council executive for one additional year, ex officio.

2. The council executive shall have power to transact all business between meetings of the Council.
3. The council executive shall assume full and sole responsibility for all members of the Society's paid personnel in matters of appointment, salary, dismissal, direction and discipline, with the necessary modifications inherent in the relationships of the Society's work to the synodical executives and to the several courts and agencies of the church. The personnel committee convener should reside within a reasonable distance of the national office.
4. No work shall be initiated by the council executive without the consent of the church court having jurisdiction in the area concerned.
5. The council executive shall appoint a sub-executive of no less than seven members who shall be drawn from the elected members of council executive and shall include the president, secretary and treasurer. The sub-executive shall have power to transact any business which requires immediate action between meetings of council executive.

VII QUORUM

A quorum for any branch of the Society (Council, synodical, presbyterial or group) or its executive shall consist of no less than twenty-five per cent of the membership eligible to vote. In the case of the council executive a quorum shall be seven members.

Final Revision February 2004