



SPECIAL RESOLUTIONS SESSION

June 30, 2021

via Zoom Webinar

MINUTES

The Chair, Lorrie Gibbons, called the 2021 Special Resolutions Session of the Western Ontario District of The Pentecostal Assemblies of Canada to order at 10:00 am; reminding the district conference that the meeting is ruled by the *District Constitution and By-Laws* and the parliamentary procedures will be ruled *Robert's Rule of Order*. The parliamentarians for this meeting are Ron Baker, Jamie Shepherd, and Will Sloos, Jr.

The Chair, Lorrie Gibbons, requested Kevin Shepherd, Assistant Superintendent, commit the 2021 Special Resolutions Session to the Lord Jesus Christ through a word of prayer.

WOD 21-01 ACKNOWLEDGEMENTS: The Chair, Lorrie Gibbons, recognized and honoured the District Executive and their faithful contribution during this past year: Blake Davidson, Lorrie Gibbons, Linda Jeffrey, Jeff Johnston, Bill Markham, Blair Mercer, Jamie Nelson, Kevin Rogers, Jamie Shepherd, Kevin Shepherd, David Slater, Will Sloos, Jr.

Gratitude was further expressed gratitude to the OPS team who tend to the care and the day-to-day ministry with credential holders and churches: Ron Baker, Mark Collins, Dan DiSabatino, Scott Doggart, Jeremy Murdoch, Jason Small, and Joel Spiridigliozzi.

The Chair, Lorrie Gibbons, explained that, to accommodate a smooth and efficient meeting, all motions have been MOVED and SECONDED by the District Executive at their last recent meeting. The Constitutional Review Committee were available and prepared to answer any questions that would arise.

The Secretary-Treasurer, Dan DiSabatino, explained the voting process and how to submit questions through the online *Zoom Webinar* software.

WOD 21-02 ESTABLISH VOTING BAR: It was MOVED and SECONDED that the voting bar of the 2021 Special Resolutions Session of the Western Ontario District (WOD) of The Pentecostal Assemblies of Canada (PAOC) be established as all credential holders who have pre-registered and signed into the *Zoom* webinar software. CARRIED

Will Sloos read Article 10.3 of the *District Constitution and By-Laws* as follows:

10.3 Quorum

All credential holders with voting privileges and delegates of the Annual General Meeting, who are present and registered by the roster committee, and vote at any meeting of the District Conference, shall constitute the voting constituency and be considered a quorum

Jamie Shepherd presented the Roster Report as 121 delegates registered and present. Therefore, quorum was confirmed.

WOD 21-03 RECEIVE ROSTER REPORT: It was MOVED AND SECONDED to receive the Roster Report as presented by Jamie Shepherd. CARRIED

WOD 21-04 ESTABLISH COMMITTEES: It was MOVED and SECONDED to establish the committees of the 2021 Special Resolutions Session as presented:

- Roster: Rich Bodnar, Dan DiSabatino, Laura Redman

- Parliamentary: Ron Baker, Jamie Shepherd, Will Sloos Jr.
- Minutes Survey: Tanya Couch, Dan DiSabatino, Laura Redman

CARRIED

WOD 21-05 APPROVE AGENDA: It was MOVED and SECONDED to approve the agenda of the 2021 Special Resolutions Session as presented. CARRIED

The Chair, Lorrie Gibbons, called Kevin Shepherd, Assistant Superintendent, to provide an explanation on behalf of the District Executive as to why this special session was called.

Resolution 1 was read as follows:

WHEREAS the world has experienced unprecedented responses to the COVID-19 pandemic early in 2020;

AND WHEREAS a Not-for-Profit Canadian Corporation must hold their annual meetings no later than 15 months from the last preceding annual meeting and in any event not later than 6 months after its preceding financial year end;

AND WHEREAS the federal *Canada Business Corporations Act* and the *Canada Not-for-Profit Corporations Act* states that a corporation's bylaws must expressly allow the meeting to be held entirely by telephone or electronic means and the virtual platform must authorize all participants to communicate adequately with each other during the meeting;

AND WHEREAS the Western Ontario District is a Not-for-Profit Canadian Corporation;

AND WHEREAS the *District Constitution and By-Laws* of Western Ontario District shall not contravene *Not-for-Profit Canadian Corporation Act*;

AND WHEREAS the Western Ontario District annual meetings are governed by the most current version of *Robert's Rule of Order*; where it states that the governing document must authorize the use of telephone, electronic or virtual meetings;

AND WHEREAS the District Conference previously approved the use of any electronic means for the notice of proposed resolutions to expedite the sharing of pertinent information as stated Article 12.1.

BE IT RESOLVED THAT Article 10.1 and Article 10.2 is amended by addition as follows:

10.1.1 In the event circumstances dictate that the Annual General Meeting cannot be held in person, the Annual General Meeting may be held virtually, by telephonic or electronic means. A voting member who, through those means, votes at a meeting or establishes a communications link to the meeting shall be deemed to be present at the Annual General Meeting.

10.2.1 In the event circumstances dictate that the Special Session cannot be held in person, the meeting may be held, virtually, by telephonic or electronic means. A voting member who, through those means, votes at a meeting or establishes a communications link to the meeting shall be deemed to be present at the meeting.

Ken Raymer, WOD former Secretary-Treasurer, corrected the fourth WHEREAS stating that WOD is provincial corporation governed by the Ontario Not-for-Profit Corporations Act (ONCA).

WOD 21-06 RESOLUTION 1 | VIRTUAL MEETINGS: It was MOVED and SECONDED to adopt Resolution #1 as printed and read. CARRIED

Resolution 2 was read as follows:

WHEREAS the *General Constitution and By-Laws* outlines how district camp meetings are governed;

AND WHEREAS district camp meetings are governed by district constitutions and by-laws rather than at the District Conference;

AND WHEREAS at the 2018 General Conference By-Law 12.17 of the *General Constitution and By-Laws* was amended;

AND WHEREAS the *District Constitution and By-Laws* of Western Ontario District has quoted excerpts of By-Law 12.17 of the *General Constitution and By-Laws contained therein*;

AND WHEREAS the *District Constitution and By-Laws* of Western Ontario District shall not contravene By-Law 12.17 of the *General Constitution and By-Laws*;

AND WHEREAS it is the intention of the District Executive to alleviate any potential future confusion and remove redundancy within the *District Constitution and By-Laws* of Western Ontario District.

BE IT RESOLVED THAT By-Law 10.1 be amended as follows:

10.1 The management of all district camp meetings shall be determined by regulations established by the *District Constitution and By-Laws* ~~District Conference~~, as outlined in the *General Constitution and By-Laws*, By-Law 12.17.

WOD 21-07 RESOLUTION 2 | CAMPS: It was MOVED and SECONDED to adopt Resolution #2 as printed and read. CARRIED

Resolution 3 was read as follows:

WHEREAS the *General Constitution and By-Laws* establishes the requirements for its membership;

AND WHEREAS the *District Constitution and By-Laws* of Western Ontario District has quoted excerpts of Article 7 and By-Law 12.16.3 of the *General Constitution and By-Laws contained therein*;

AND WHEREAS the *District Constitution and By-Laws* of Western Ontario District shall not contravene Article 7 and By-Law 12.16.3 of the *General Constitution and By-Laws*;

AND WHEREAS it is the intention of the District Executive to alleviate any potential future confusion and remove redundancy within the *District Constitution and By-Laws* of Western Ontario District.

BE IT RESOLVED that Article 7 of the *District Constitution and By-Laws* be revised as follows:

ARTICLE 7 MEMBERSHIP

7.1 All holders of valid credentials from The Pentecostal Assemblies of Canada whose ministry comes under the authority of the Western Ontario District shall be recognized as voting members.

7.2 Each assembly having affiliation status shall have the right to representation in the Annual General Meetings by lay delegates, as established in By-Law 12.16.3 of the *General Constitution and By-Laws* of The Pentecostal Assemblies of Canada.

7.2.1 Representation shall be based on the membership of the assembly. Those assemblies having a membership of fifty (50) or less shall be entitled to a maximum of one (1) lay delegate. Assemblies whose membership exceeds fifty (50) shall be entitled to a maximum of two (2) lay delegates.

~~**7.2.2** Each lay delegate shall obtain an official letter from the assembly, certifying his or her appointment to represent the assembly in the Annual General. This letter shall be presented to the roster committee of the Annual General Meeting while in session. The spouse of a credential holder may not be considered as a lay delegate.~~

WOD 21-08 RESOLUTION 3 | MEMBERS: It was MOVED and SECONDED to adopt Resolution #3 as printed and read. CARRIED

Resolution 4 was read as follows:

WHEREAS By-Law 10.9.1 of *General Constitution and By-Laws* makes provision for district superintendents to recommend to their respective district executives, to appoint coordinator of ministry relationships whose role shall be to facilitate harmonious relationships among credential holders;

AND WHEREAS the *District Constitution and By-Laws* of Western Ontario District has yet to establish the same provision;

AND WHEREAS it is the intention of the District Executive to avail itself of any potential future constitutional provisions within the *District Constitution and By-Laws* of Western Ontario District;

AND WHEREAS the duties of the District Ministerial Relationship Coordinator role mentioned in the *General Constitution and By-Laws* are currently being cared for by the standing Regional Directors.

BE IT RESOLVED THAT By-Law 6.3 of the *District Constitution and By-Laws* be amended by addition as follows:

6.3.7 They shall operate as the District Ministerial Relationship Coordinator within their respective region to facilitate harmonious relationships among credential holders, as referenced in By-Law 10.9.1 of the General Constitution and By-Laws of The Pentecostal Assemblies of Canada.

AND FURTHER numbering be adjusted accordingly.

WOD 21-09 RESOLUTION 4 | DISTRICT MINISTERIAL RELATIONSHIPS: It was MOVED and SECONDED to adopt Resolution #4 as printed and read. CARRIED

Resolution 5 was read as follows:

WHEREAS, the Western Ontario District, for operational purposes is divided by regions;

AND WHEREAS, over the last number of years, the number of regional directors has decreased from four (4) regional directors serving four (4) regions to three (3) regional directors serving four (4) regions;

AND WHEREAS, the current operational realities of the Western Ontario District happen as three (3) regions;

AND WHEREAS it is the intention of the District Executive to provide for equal representation from each region and members at large from across the district;

AND WHEREAS at the 2019 meeting of the District Conference it was decided to establish a constitutional committee to care for finance, policy and personnel issues where the members of this committee are selected by the District Executive;

AND WHEREAS the defining differences between the District Executive Member at Large and District Executive Regional Members was the process of electing the members and the role of finance, policy, and personnel responsibilities;

AND WHEREAS By-Law 3.2.2.2 of the *General Constitution and By-Laws* provides for lay member contributions on the General Executive to bring non-credentialed expertise for the benefit to the Kingdom of God;

AND WHEREAS the desire of the District Executive to offer the same provision of expanding the expertise within the *District Constitution and By-Laws*;

AND WHEREAS it is the intention of the District Executive to alleviate any potential future confusion and remove redundancy within the *District Constitution and By-Laws* of Western Ontario District.

BE IT RESOLVED THAT any reference to the terminology and/or role of District Executive Members be further clarified and simplified by revision in By-Law 4.2, By-Law 6.5, By-Law 6.6 and deletion of By-Law 4.2.2 and By-Law 6.4 of the *District Constitution and By-Laws* of Western Ontario District as follows:

4.2.3 District Executive Regional Members

4.2.3.1 The number of District Executive Regional Members shall be **eleven (11) eight (8)** apportioned by **two (2) two (2)** to each region, **three (3) members at large and two (2) lay members.**

4.2.3.2 The District Executive Regional members **from each region** shall be chosen from the ordained ministers of the Western Ontario District who have been ordained for a period of at least three (3) years, have held their credentials with the Western Ontario District for at least one (1) year immediately preceding such election, and ~~reside in the prescribed region.~~ **minister in the prescribed region.**

4.2.3.3 **The three (3) members at large shall be chosen from the ordained ministers of the Western Ontario District who have been ordained for a period of at least three (3) years, have held their credentials with the Western Ontario District for at least one (1) year immediately preceding such election.**

4.2.3.4 **The two (2) lay members shall be persons of mature experience and ability who have current District Executive endorsement and membership in a local church of The Pentecostal Assemblies of Canada and who have had membership in one (1) or more churches of The Pentecostal Assemblies of Canada over a period of six (6) consecutive years, whose life and ministry are above question, and who have given evidence of Christian leadership. Lay members, receiving District Executive endorsement, shall agree with the Statement of Fundamental and Essential Truths of The Pentecostal Assemblies of Canada.**

~~**4.2.3.5** The elected District Executive Regional Members shall be members of the District Executive.~~

4.2.3.5 The nomination of District Executive Regional Member candidates shall be done through a pre-conference nomination ballot. The nomination ballot shall be compiled by a nominating committee consisting of the District Superintendent, Assistant District Superintendent and the Secretary-Treasurer and based on the pre-conference nomination ballot. However, the nominating committee may submit additional names. A list of nominees who are willing to let their name stand for election shall be presented along with a short biography and picture to the District Conference.

4.2.3.6 An election shall be determined by simple majority.

4.2.3.7 District Executive Regional Members may serve up to three (3) consecutive terms before being ineligible for at least one (1) year.

6.5 District Executive Regional Members

6.5.1 They shall be **full voting** members of the District Executive.

6.5.1.1 **A majority of the voting members of the District Executive shall constitute a quorum.**

- 6.5.2 They shall work in co-operation with the District Superintendent in the oversight of the general ~~business~~ **governance** and work of the Western Ontario District, as determined by the District Conference.
- 6.5.3 **They shall serve on other committees and perform other duties, as requested by the District Executive, from time-to-time.**
- 6.5.4 They shall serve as directors of the Pentecostal Holding Corporation of Western Ontario and the Western Ontario District of The Pentecostal Assemblies of Canada.
- 6.5.5 The District Executive ~~Regional~~ Member, at times, may be appointed by the District Executive to serve as a representative of the District Executive on the Board of Directors of a Corporation or Non-Profit Organization that has been approved by the same executive. This is in accordance with the *General Constitution and By-Laws* of The Pentecostal Assemblies of Canada, By-Law 10.11.

6.5 — ~~District Executive Quorum~~

~~A majority of the voting members of the District Executive shall constitute a quorum.~~

AND FURTHER any other references in the *District Constitution and By-Laws* of Western Ontario District be amended to accommodate the revisions and numbering be adjusted accordingly.

Gary Adduono expressed appreciation for the work of the District Executive and asked for clarification about the definition and number of regions as stated in the *District Constitution and By-Laws*. The Chair, Lorrie Gibbons, provided further explanation that the district has operated with three (3) regional directors representing north, south and GTA. Resolution 5 is to bring the constitution into alignment with the current operation.

WOD 21-10 RESOLUTION 5 | REPRESENTATION TO DISTRICT EXECUTIVE: It was MOVED and SECONDED to adopt Resolution #5 as printed and read. CARRIED

Resolution 6 was read as follows:

WHEREAS the term of office of a member of the District Executive has been established for two (2) years;

AND WHEREAS the district office realities of finance and events have a bi-annual cycle;

AND WHEREAS the District Conference meets together annually;

AND WHEREAS it would be more prudent to overlap the years of service for those newly, elected District Executive with those that have experience being members of the District Executive;

AND WHEREAS a member of the District Executive can serve up to a total three (3) consecutive terms totally six (6) years before taking one (1) year off;

AND WHEREAS staggering the terms of office of District Executive members would ensure future stability and consistency of district leadership.

BE IT RESOLVED to keep the number of years a member of the District Executive can serve at a total of six (6) consecutive years, by amending the 2019 wording of By-Law 4.2.3.6 and By-Law 4.3.2 of the *District Constitution and By-Laws* as follows:

4.2.3.6 District Executive Regional Members may serve up to **two (2)** ~~three (3)~~ consecutive terms before being ineligible for at least one (1) year.

4.3.2 The term of office for the District Executive Members at Large and the District Executive Regional Members shall be for ~~two (2)~~ **three (3)** years from the time of election.

AND FURTHER BE IT RESOLVED THAT a special one-time election establishing the starting point for staggered terms of offices take place at the 2021 Annual General Meeting of the District Conference.

WOD 21-11 RESOLUTION 6 | DISTRICT EXECUTIVE TERMS OF OFFICE: It was MOVED and SECONDED to adopt Resolution #6 as printed and read. CARRIED

Resolution 7 was read as follows:

WHEREAS the Regional Directors role demands travel and work in locations other than the district office in Burlington, Ontario;

AND WHEREAS ever-changing technology provides more opportunity to work virtually from any location;

AND WHEREAS the requirement for a Regional Director to reside in the region they had been elected has become redundant because of technology;

AND WHEREAS policy has been established and is governed by the District Executive in respect to paid employees of the Western Ontario District.

BE IT RESOLVED that By-Law 6.3.3 of the *District Constitution and By-Laws* be deleted:

~~**6.3.3**—They shall be required to live in the region for which each is elected.~~

AND FURTHER that the numbering thereafter be adjusted accordingly.

Graham Gibson, from Master's College and Seminary in Peterborough, asked if any consideration was given to cultural context and care if someone was elected from outside that region. The Chair, Lorrie Gibbons, explained that the spirit of the Resolution 7 is more about the flexibility on residency when there are extenuating circumstances.

Howard Courtney asked if an elected official could potentially live outside of the district. The Secretary-Treasurer, Dan DiSabatino, explained that according to the *General Constitution and By-Laws*, you must reside in a district to be eligible to serve the respective district (for example, an employee of Master's College and Seminary). Therefore, anyone living outside of the district would not be eligible for nomination.

John Churchill, from Watford, wondered about someone being elected for a position in a different region and the cost of relocating. Kevin Shepherd, Assistant Superintendent, explained that the requirement to move could be very cost prohibitive. Resolution 7 creates flexibility so that a person can reside in a place that is more suitable for them and their family situation.

Blake Davidson, of Willowdale Pentecostal Church in Toronto, requested clarity on the difference between residing versus serving. Both the Secretary-Treasurer, Dan DiSabatino, and the Chair, Lorrie Gibbons, explained that there are exceptions for residing and serving in different places because of housing prices and availability. Further, some of these challenges are addressed by a nominations committee prior to election.

Graham Gibson recognized the reason for the motion but wanted to know if there was a way to ensure that a representative has experience living in that region at some point. The Chair, Lorrie Gibbons, reminded the conference that this is an appointed position and that credential holders would presumably elect someone that is relevant to their local area and represents that region well.

Jamie Shepherd noted the previously passed motion #5 includes a residency clause in By-Law 4.2.3.2. There are internal policies for regional directors which will include these concerns to ensure credibility and appropriate leadership.

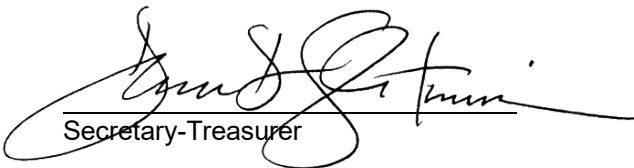
WOD 21-12 RESOLUTION 7 | REGIONAL DIRECTORS RESIDENCE: It was MOVED and SECONDED to adopt Resolution #7 as printed and read. CARRIED

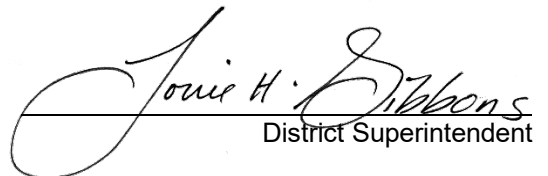
A promotional video for the next Ministry Conference, scheduled for October 26 - 27, 2021 was shared.

The Chair, Lorrie Gibbons, addressed the delegates to provide a brief district update, encouragement and gratitude to the constituency for taking time to participate in this special session.

The Chair, Lorrie Gibbons, requested Kevin Shepherd, Assistant Superintendent, close the 2021 Special Resolutions Session with a word of prayer.

WOD 21-13 ADJOURN SPECIAL RESOLUTIONS SESSION: It was MOVED and SECONDED to adjourn the 2021 Special Resolutions Session of the Western Ontario District. CARRIED


Secretary-Treasurer


District Superintendent

June 30, 2021
Date