

BY-LAWS

CHURCH SOCIETY OF THE DIOCESE OF QUEBEC

BY-LAW I

Membership

1. Membership shall consist of the following:
 - Honorary
 - Life
 - Contributing

2. Subscriptions shall be as follows:
 - Honorary member - Free
 - Life member -\$200.00
 - Contributing member -\$20.00 per annum

3. An Honorary, Life or Contributing member may be elected at the Annual Meeting of the Society.
An Honorary Member shall have no voting privilege.

4. A member who is in arrears in his or her membership subscription shall have no right to vote at any meeting of the Society and shall cease to be a member if his or her subscription is more than two years in arrears.

BY-LAW II

Officers of the Society

President - The Lord Bishop
Vice-President
Secretary
Treasurer

The Vice-President shall be appointed at the Annual Meeting by the Lord Bishop.

The Secretary and the Treasurer shall be named by the Central Board of the Society. Neither the Secretary nor the Treasurer shall have the right to vote or to propose motions simply in virtue of their office.

The Society may name a Patron and up to five Honorary Vice-Presidents.

BY-LAW III

The Secretary and the Treasurer and their Duties:

The Secretary shall have the following duties:

- Keep the minutes of all meetings of the Society and of Central Board in books provided for that purpose.
- Publish all notices in accordance with the provisions of the By-Laws of the Society and as required by law.
- Be responsible for keeping and filing all books, reports, certificates, and other documents and records required by law.
- Publish annually a list of the members of the Society.
- In general, perform all the duties incidental to the office of Secretary together with such other duties as may be assigned from time to time by Central Board.

The Treasurer shall have the following duties:

- Be responsible for keeping and filing all books, reports, certificates, and other documents and records required by law.
- Have charge and custody of and be responsible for all funds, securities, books, vouchers and papers of the Society, and deposit all funds and securities in the name of the Society in such Bank, Trust company or other depository as may be selected by the Central Board.
- Submit to each meeting of the Central Board such statements and information relative to the financial position of the Society as the Central Board may from time to time determine.
- Render a duly audited report of the condition of the finances of the Society at the regular meeting of the Central Board preceding the Annual Meeting of the Society and render such other reports, audited or otherwise, as Central Board may require from time to time.
- Issue receipts for all monies received by the Society from any source whatsoever.
- In general, perform all the duties incidental to the office of Secretary together with such other duties as may be assigned from time to time by Central Board.

BY-LAW IV

Meetings of the Society

The Annual Meeting of the Society shall take place within four months of its fiscal year end. It will meet at such time and place as Central Board shall decide, for the reception of the financial statements of the Society as reported on by its auditors, for the appointment of Honorary Vice-Presidents, the election for new members, the election of members of Central Board, the appointment of Auditors, and for dealing with whatever other business may be laid before it. Notice of the Annual Meeting must be given at least two weeks in advance of the meeting.

Special Meetings of the Society may be called by the President, or in his or her absence, the Vice-President, or by ten members of the Society, by a written notice to the Secretary stating the reason or reasons for calling the meeting. The Secretary shall give due notice of the meeting as for the Annual Meeting.

At all meetings of the Society, of the Central Board, or of any Committee, the Chair shall have a casting vote.

BY-LAW V

Amendments to the Constitution or to By-Laws

An amendment to the Constitution of the Society must be ratified by two meetings of the Society, one of which must be an Annual Meeting. The notice of meeting must include the amendment to be considered at such meeting. There must be an interval of at least three months between the meetings.

An amendment to the By-Laws of the Society may be ratified by the Annual Meeting or by a Special Meeting of the Society, provided due notice of the amendment is given.

BY-LAW VI

Central Board

The general business of the Society shall be managed by a Central Board consisting of the President, the Vice-President and eight members of the Society, four clerical and four lay, who shall be elected annually at the Annual Meeting of the Society. A member may not serve more than four consecutive terms. Any vacancy shall be filled by the President and the person so appointed shall continue in office until the ensuing Annual Meeting of the Society. The Secretary and the Treasurer of the Society shall be members, but neither shall have the right to vote or to propose motions simply in virtue of their office.

Central Board shall meet whenever the business of the Board so requires and at least three times a year on such days as shall be decided by the Board.

A quorum of Central Board shall consist of five members.

Central Board at its first meeting following the Annual Meeting of the Society shall appoint the following committees:

1. A Standing Committee to be composed of the President, the Vice-President and three persons elected from Central Board. The Secretary and the Treasurer of the Society shall be non-voting members. The Standing Committee shall meet at the call of the President of the Society, and shall consider matters referred to it by Central Board, and shall make its recommendations to Central Board.
2. An Investment Committee to be composed of up to five persons none of whom shall be a member of Central Board. It shall elect its own Chair. No members of the DEC or any officers of Synod can be members of the investment committee. The Investment Committee shall meet at the call of its Chair, but at least twice a year, and shall have the power to purchase or dispose of any investment of the Society, in accordance with the powers of investment of the Society. The Treasurer of the Society shall be a non-voting member of the Committee. It must report its transactions to the Central Board at least once each year.

Central Board shall have the authority to make rules and regulations as may be necessary for the government of its affairs, providing that these are not inconsistent with the Constitution or By-Laws II and IV, and shall determine the salary or salaries, if any, to be attached to the above mentioned offices. The holders of these offices shall remain in office at the pleasure of the Board.

BY-LAW VII

Concerning Rectories

In accordance with the powers of the Society in virtue of “An Act Respecting Rectories”, (1859 Consolidated Statutes of Canada, Chapter 74), the power to appoint clergy or rectors shall vest in and be exercised by the Lord Bishop in the manner provided in and by Canon 11 of the Diocesan Synod or as may hereafter be provided by future Canons, subject nevertheless to rights of this Society under the said Act.

BY-LAW VIII

Management of Funds

The Pooled Funds of the Church Society were divided into units of a value of \$10.00 per unit on February 1, 1968 based on the market value of the securities of the Pooled Funds as at that date. Therefore the following rules and regulations are adopted:

1. The funds will be valued at market value every six months, or at whatever other time Central Board may decide, and the unit value adjusted accordingly.
2. Additions to or redemptions from the Pooled Funds of the Society shall be made at the prevailing value of the unit.
3. Income earned on the pooled Funds, less the applicable expenses, shall be distributed on a quarterly or half-yearly basis, or in any other manner that Central Board may decide.

BY-LAW IX

The Pension Plan

On January 1st, 1969, the Diocese of Quebec transferred all Bishops and clergy in the active service of the Church in this Diocese to the Pension Plan of the Anglican Church of Canada. All pension benefits since that date are to be governed by the Pension Canon (Canon VIII) of the Anglican Church of Canada.

Pension benefits payable to the widows and orphans of all Bishops and clergy referred to in Item 1 shall also be governed by the same Canon.

The widows who were already in receipt of a pension benefit from the Church Society Pension Fund at the date of the above transfer shall continue to receive from this Fund a pension in accordance with the basic benefit allocated at January 1, 1975.

The pension granted by the Church Society Pension Fund to such a widow shall continue until her death.

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| Passed and ratified | February 1976 and May 1976 |
| Amended | April 1977 |
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