

DEXCOM Standing Committee on Bylaws Terms of Reference

The DEXCOM Standing Committee on Bylaws (the “Committee”) exists to assist the District Executive Committee (DEXCOM) and the Canadian Pacific District (CPD) with respect to church and District Bylaws as well as DEXCOM governance-related matters.

Composition and Membership

The Committee shall be composed of a minimum of four members. Two of these members will be ex officio:

- District Superintendent (DS)
- Assistant District Superintendent – Executive Administration and Governance (ADS)

The remaining members at large shall be members in good standing of a CPD church **District members (i.e., members in good standing of a CPD church)**. At least one of the members shall be a current DEXCOM member. ~~Members at large will be appointed every two years by DEXCOM. For DEXCOM-appointed members, the term of office begins at the conclusion of the DEXCOM meeting at which the member is appointed.~~

Members at large are appointed by DEXCOM for a two (2) year term beginning November 1st and shall serve for a maximum of three (3) consecutive terms and will be eligible for reappointment after a break of one (1) year.

If the number of DEXCOM-appointed members falls below two (2), the DEXCOM Chair must appoint a District member to serve until ~~DEXCOM deals with this on their perpetual calendar~~ **the next October 31.**

Each Committee member shall be free of any relationship that could interfere with their independent judgment in this role.

All Committee members shall annually complete the *Declaration of Conflict of Interest* in compliance with the *Conflict of Interest Policy for CPD Employees and Volunteers*.

All Committee members shall sign the *District Bylaws Committee Confidentiality Agreement* upon becoming a member of the Committee.

It is expected that Committee members will have a general understanding of board and church governance and be familiar with the *Manual of The Christian and Missionary Alliance in Canada* (Manual) and the *Bylaws of the Christian and Missionary Alliance – Canadian Pacific District*.



Governance

The Committee is amenable to DEXCOM. The DS or their designate shall be the Committee Chair.

The quorum for the transaction of business at a meeting is a simple majority of Committee members. When a quorum is present at a meeting, a resolution will require a simple majority vote of those members present to be passed.

The Chair presiding at any meeting of the Committee shall have a vote in all matters considered by the Committee.

The Committee may appoint an acting secretary to perform the functions of the secretary at that meeting.

Meetings may be held in person, virtually, or by conference call.

Voting by mail or another means of communication, including by email or other electronic means, is authorized in principle. All Committee members must agree to vote on any particular matter via an email ballot or other means or the vote on the item reverts to being held during a meeting, either held in person or virtually.

Committee members shall be reimbursed by the CPD for reasonable expenses incurred for Committee work (e.g., mileage).

Responsibilities

1. Meet at least once per year.
2. The Committee will keep abreast of the changes to the Societies Acts of BC and the Yukon and the Manual and provide proposed changes in content to the following items to reflect the revisions to the respective Societies Acts and Manual:
 - a) District church bylaw documentation
 - b) District Bylaws
 - c) DEXCOM governance-related documents and manuals (e.g., *DEXCOM Policy Governance Manual*)
3. Assist in the development of new bylaws-related documentation and resources.
4. Meet on an ad hoc basis to address questions that arise regarding church bylaws.



5. Members will routinely evaluate proposed church bylaw submissions to DEXCOM and provide feedback to the ADS.
6. Committee members will provide coaching to churches regarding bylaws on an ad hoc basis at the request of the Committee Chair.
7. At the request of the DS or ADS, provide feedback on church bylaw, policy, or governance-related queries.
8. Other responsibilities as may be requested by DEXCOM, the DS, or ADS.

Adopted
October 2022
April 2024

