

March 1, 2007

Dear Saints,

On February 27, a request for an injunction to delay the scheduled March 4 business meeting of the church in Toronto was filed in court. Knowing this action may concern many saints, we want to explain why a request for an injunction was filed as well as the concerns we have with proposed new by-laws and the proposed slate of Directors put forward by a faction of the elders who appear to be trying to remove those who disagree with them from any role in the leadership of the church.

Why an Injunction?

As believers in Christ, we generally seek to avoid appeals to secular authority to resolve disputes. However, there are cases where to protect our legitimate rights we are forced to do so (see Acts 16:37-38; 22:25; 25:10-12; and *The Collected Works of Watchman Nee*, vol. 59, p. 239). In the present situation, such an appeal is necessary because two of the Directors are attempting to circumvent the by-laws of the church in Toronto and to flood the voting rolls of the church with those they believe will vote for them.

Our appeal asks the Court to instruct the Board of Directors to follow the procedures required in our current corporate by-laws. It is simply an attempt to insure that a fair process is followed in admitting new members and to preclude the Board from packing the membership roll with voters not qualified under the current by-laws and from disqualifying members who are qualified. Our appeal is not an attempt to prevent the legitimate membership of the church from holding a meeting.

The church's current by-laws prescribe a method for admitting new voting members. The by-laws define the requirements for membership and indicate that a Membership Affairs Committee will admit those who meet these requirements as voting members. The membership application used in recent weeks contained requirements that are not part of the membership requirements under the current by-laws; it also deleted requirements that are in the current by-laws. As a result of some of these illegitimate changes, over fifty potential voting members have been denied membership.

The current by-laws state that the Membership Affairs Committee will “ensure that the authority, power and involvement of the living God in the church is represented in the affairs of the corporation.” However the Directors have failed to make provision for the Membership Affairs Committee to function. Thus, two of the three current Directors are

attempting to shortcut the procedures required by the current by-laws by instituting new membership requirements and a new membership admission procedure that the current by-laws do not sanction and without the approval of two-thirds of the current voting members.

An appropriate process would be as follows:

1. A business meeting should be held to elect a Membership Affairs Committee.
2. Following that business meeting, saints should be allowed to apply for voting membership in accordance with the current by-laws.
3. Their applications would then be reviewed and approved by the Membership Affairs Committee.
4. Only then would changes to the by-laws and/or election of Directors be considered.

In addition, we have grave concerns about the proposed new by-laws and the proposed slate of Directors.

Our Concerns about the Proposed New By-laws

In the common practice of the churches, the Directors are elders. This is because in the biblical pattern the management of the church's affairs is in the hands of the elders, but the laws for non-profit corporations require that fiscal responsibility rest in the hands of a Board of Directors. The new proposed by-laws formalize a system in which the Directors effectively control the church, usurp many functions of the elders, and are given powers beyond what is sanctioned in the Bible. The new by-laws give the Directors near absolute power in controlling church affairs that extend far beyond custodianship of the church's financial assets. **The new by-laws also do away with the Membership Affairs Committee.**

The following are some of our concerns:

1. The Directors, not the elders, have the power to grant honorary voting member status at their discretion (4.9).
2. The Directors, not the elders, approve the voters (4.4).
3. The Directors, not the elders, have the power to remove anyone who disagrees with them (4.13.3-4.13.6).
4. The Directors have the power to ratify or overrule the decisions of the elders (5.10).
5. The Directors have the power to suspend an elder indefinitely without notice or recourse (9.10).

6. The Directors can be removed only by a two-thirds vote at a business meeting (5.6), but a business meeting can be called only by the Board of Directors itself (8.2).
7. The Directors can identify who is the church's apostle (10.2). The New Testament sanctions no special relationship between a church and a particular apostle and, in fact, condemns such a relationship (1 Cor. 1:12-13; cf. 3:22). There is no precedent for a church to designate its own apostle.
8. The new by-laws set up an unscriptural procedure for the elders' decision-making—majority rule (1.1.12). This alternative to knowing the cross and the authority of the Head by being blended together through prayer and fellowship negates God's government in the church. It will formalize the exclusion of the elders who do not agree with the current direction the other elders are taking in leading the church.

These powers are not restricted to the custodianship of the church's financial assets, which is the scope of the Directors' responsibilities required by the law. The new by-laws also contain many loopholes that could potentially be abused:

1. Some of the new membership requirements are intrusive and contrary to scriptural principles:
 - a. The Board determines which meetings count in determining membership (4.1.7), so any home or district meeting the Directors disapprove of will not count.
 - b. The Board determines which services count (4.1.8), so all service must now be public, not hidden (see Col. 3:4; *Life-study of Colossians*, p. 523)
 - c. The Board tracks financial contributions (4.1.9), so giving can no longer be in secret (see Matt 6:1-4 and *Life-study of Matthew*, p. 263)
2. The Board can change the requirements for voting members (4.1.12), so the Board can include or exclude groups of members at will.
3. The Board decides whether a person applying for voting rights is contentious (4.1.11), so they can refuse membership to anyone who disagrees with them.
4. The new by-laws do not define behaviours that can lead to loss of voting membership according to sections 4.13.3 through 4.13.5. The net effect of these clauses is to give the Board carte blanche to strip any member of their voting rights if they disagree with two Board members.

5. The Board can grant voting rights to up to 10 Honourary members. This provision could easily be used to stack the membership voting list with those sympathetic to the Directors, helping to insure their perpetuation.
6. Sections 13.4 and 13.5 require members to waive all rights and obey (not just submit) to the authority of the elders/Directors.

Our Concerns about the Proposed Slate of Directors

In addition, we are concerned about the list of proposed Directors put forward by the faction of elders loyal to Titus Chu. Our concern about these brothers includes among other things:

- Their actions in removing Ron MacVicar as Secretary of the Board. He was told that his continued service was “not in the best interests of the corporation.” This sounds ominously like the provisions put forth in the proposed by-laws that allow Directors to revoke members’ voting rights for “activities against the best interests of the Church.”
- Their actions in also removing without cause David Wang as President of the Board, a position in which he has served for 14 years.
- Their actions in manipulating the membership process.
- Their actions in putting forward proposed new by-laws giving themselves extensive and unbiblical powers.

All of these actions appear motivated to eliminate from positions of responsibility anyone who disagrees with the direction which they seek to impose upon the church, namely, the complete alignment of the church in Toronto with the ministry of Titus Chu and separation from the common fellowship of all of the local churches in the one Body of Christ (1 Cor. 1:9).

Your brothers in Christ,

David Wang

Ron MacVicar