# OPERATING POLICY SURINAME MISSION OF SEVENTH-DAY ADVENTISTS

Revised 2020-2023; 2024

## ARTICLE 1 ----NAME

This organization shall be known as the Suriname Mission of Seventh-day Adventists, hereinafter referred to as the mission.

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2	ARTICLE 11PURPOSE
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4	The purpose of this Mission is to facilitate the proclamation of the Everlasting Gospel in the
5	context of The Three Angels' Messages of Revelation 14:6-12 to all peoples within its
6	territory, leading them to accept Jesus as personal Savior, to unite with His Church and
7	nurturing them in preparation for His soon return.
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9	ARTICLE 111—RELATIONSHIP
10 11 12 13 14 15 16 17 18 19	The Mission is a member unit of the Caribbean Union Conference and is located in the territory of the Inter-American Division of the General Conference of Seventh-day Adventists. The purposes, policies, and procedures of this mission shall be in harmony with the working policies policies, actions, and procedures enacted by the Executive Committee executive committee of the Inter-American Division and or the General Conference of Seventh-day Adventists. This mission shall pursue the mission of the Seventh-day Adventist Church in harmony with the Fundamental Beliefs, programs, initiatives, and actions adopted and approved by the General Conference of Seventh-day Adventists at its sessions. and initiatives adopted and approved by the General Conference of Seventh-day Adventists in its quinquennial sessions.
20	ARTICLE III ARTICLE 1VGEOGRAPHICAL TERRITORY
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22	The territory of this Mission shall consist of the Republic of Suriname.
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26	ARTICLE IV ARTICLE VCONSTITUENCY

27 28	Section 1. The constituency of this mission shall consist of such churches as have been, or shall be properly organized in any part of the territory under its jurisdiction and accepted
29	by vote of the delegates assembled in a Mission Session. at any regular or special mission
30	constituency session.
31	Section 2. Companies and isolated members of this Missian shall be against into what
32 33	Section 2. Companies and isolated members of this Mission shall be organized into what will be known as the Mission Church. The business of this church shall be conducted by the
33 34	mission executive committee. The officers shall be the president and secretary of the
35	mission who shall serve as elder and clerk respectively.
36	ARTICLE VIPRINCIPAL OFFICE
37	The principal office for the transaction of the business of the Mission is fixed and located
38	at Eduard Brumastraat 110 in Paramaribo. The executive committee of the Caribbean
39	Union Conference may change the location of the principal office.
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41	ARTICLE VII—CONSTITUENCY MEETINGS
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43	Sec. 1. Regular Meetings: This mission shall hold <u>a</u> regular quadrennial
44 45	constituency meeting* constituency meetings at such time and place as the mission
45 46	executive committee <u>of the mission</u> in counsel with the officers of the union <u>conference</u> shall designate. In the event that the <u>mission</u> executive committee fails to call a regular
40 47	constituency meeting within the quadrennial period, the <u>Caribbean</u> Union <u>Conference</u>
47 48	Executive Committee may give notice for such a meeting and designate the time and place.
49	<u>Directive Committee</u> may give notice for such a meeting and designate the time and place.
50	In case regional conditions make it imperative to postpone the calling of the constituency
51	meeting, the union conference executive committee, in a regular or special meeting, shall
52	have authority to make such postponement, not to exceed one year, giving notice to all
53	constituent organizations. In the event that the executive committee exercises its authority
54	to postpone a constituency meeting, it shall also have the authority to set the subsequent
55	regular constituency meeting at such time and place as it shall see fit, not to exceed five
56	four calendar years from the date of the postponed constituency meeting.
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58	Notice of the time and place of the meeting of the delegates representing the members shall
59	be given by:
60	A motion mainted in the Classical Alast form and labeled to the
61	a. A notice printed in the <u>Gleanings</u> at least four weeks before the date
62	of the session, or
63 64	b. A method approved by the Suriname Mission Executive Committee,
64 65	b. A method approved by the Suriname Mission Executive Committee, provided all member units receive notice with sufficient time to select delegates, or
66	provided an incliner units receive notice with sufficient unit to select delegates, of
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<sup>\*</sup>The membership/constituency meeting is a business meeting of the membership of this mission/field/section. These meetings may also be called constituency sessions.

67 68 69	c. A method approved by the <u>Caribbean</u> Union Executive Committee, in the event of inaction or failure to call a constituency meeting by the <u>Suriname</u> Mission Executive Committee.
70 71 72	Section 2. Special Meeting: a. The executive committee <u>of this mission</u> shall call a special constituency meeting when:
73 74	1) It is voted by the executive committee, or
75 76	2) It is voted by the delegates at any constituency meeting, or
77 78	3) It is requested by <u>sixty-six</u> percent (66%) of the churches
79	through their <del>church boards,</del> <u>business meetings</u> , or
80 81	4) It is voted by the union executive committee, division executive
82 83	committee, or General Conference Executive Committee. the Union Executive Committee or the Division Conference Executive Committee.
84	Committee of the Division Conference Executive Committee.
85	The date for such a meeting in response to paragraphs 3) and 4) above shall not be
86	more than 90 days from the date when the actions described in paragraphs 3) and 4) above
87	are communicated to the officers/executive committee of the <u>mission</u>
88 89	b. In the absence of a timely response by the <u>mission</u> executive
90	committee to paragraphs 2) through 4) in Sec. 2. a. above, the Caribbean Union Executive
91	Committee or the Division Executive Committee may call a special constituency meeting of
92	the mission/field and designate the time and place for such a meeting.
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94 95	c. The agenda for special constituency meetings shall be included in the notice of the meeting.
96	notice of the meeting.
97	d. The Notice as to the time and place of special constituency meetings
98	shall be given in the same manner as for regularly scheduled constituency meetings.
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101	Section 3. Virtual Attendance at Constituency Meetings: Generally, regular and specially
102	called constituency meetings are to be held in person and onsite. However, delegates when
103	requested by the executive committee, and if permitted by local law, may participate by
104	means of an electronic conference or similar communications by which all persons can hear
105	each other at the same time, and participation by such means shall constitute presence in
106	person and attendance at such a meeting.
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108 109 110	Sec. 3. Section 4. Chair and Secretary for Constituency Meetings: The president of this mission shall serve as chair and the secretary of this mission shall serve as secretary for constituency meetings of this mission. The president may designate other individuals to

assist in chair duties from time to time. In the event that the president's office is vacant or that the president is unavailable to serve as chair, the ranking union officer present shall serve as chair for the meeting.

In a similar manner, arrangements <u>Arrangements</u> may be made for a secretary *pro* tem if the secretary's office is vacant or the secretary is unavailable to serve at the constituency meeting.

Sec. 4. Section 5. Regular Constituency Meeting: The business of the regular constituency meeting will include the election/appointment of personnel for various positions (see Section 11. Sec. 10. below), the receipt of reports from the president, secretary, treasurer (report based on audited statements), departmental directors, and the auditor. In addition, the constituency meeting shall review/create plans for moving the mission toward conference status. It shall also endorse/approve/develop plans for the conduct of the work as are desirable and in harmony with the policies of the Inter-American Division.

Sec. 5 Section 6. Annual Constituency Meeting: The Administration of the Mission shall annually call a meeting of delegates of the churches to report on the progress of the program of the quadrennium and the finances of the Mission.

Sec. 6. Section 7. Quorum: At least Sixty-six percent (66%) of the delegates authorized hereinafter under Sec. 1. and 2. of Article VIII Article VI must be present at the opening of any regular or special constituency meeting to constitute a quorum for the transaction of business. Once the meeting is declared open, the delegates remaining shall constitute a quorum.

Sec. 7. Sec. 8. Proxy Voting: All delegates must be present in person at any constituency meeting meeting, or participating by electronic means, in order to be eligible to vote. There shall be no voting by proxy.

Sec. 8. Section 9. Voting Rights of the Delegates: Each delegate appointed to act on behalf of the members of this mission shall be entitled to one vote on each question to be decided by the body. The voting rights of the individual delegates representing the members as hereinafter provided shall be limited to the particular constituency meeting of the mission in which they have been designated to represent a local church, institution, the Union, the Division, or the General Conference of Seventh-day Adventists.

Sec. 9. Section 10. Voting: The voting on matters of business shall normally be by *viva voce*. The chair may call for the vote by other means, including a secret ballot, when it is deemed advisable or is requested by the membership. <u>Votes cast remotely shall have the same validity as if the delegates met and voted onsite.</u>

Sec. 10. Section 11. Parliamentary Authority: The parliamentary authority for constituency meetings pertaining to all rules and procedures not covered by its bylaws shall

be based on those published in the *General Conference Rules of Order*, and any adaptation or supplement approved by the division executive committee, unless otherwise determined by a two-thirds (2/3) majority vote of the constituency meeting.

Sec. 11. Section 12. Elections/Appointments and Term of Office: a. Elections: The president, secretary, and treasurer of this mission shall be elected by the union constituency meeting constituency/executive committee rather than by the session of this mission. The election of departmental directors, associate departmental directors, associate secretaries, or associate treasurers for this mission, if not determined by the delegates at the mission constituency meeting, shall be referred to the executive committee for appointment. is normally done during the constituency session. If personnel for available positions are not all elected during the session, their appointment shall be referred to the executive committee. The mission constituency meeting shall also elect the members (other than ex officio) of the mission executive committee and, where required by the governance documents of mission institutions, the chief administrator(s) and board members of such entities.

 b. Term of Office: Persons elected at the constituency meeting and those appointed by the executive committee normally serve until the next regular constituency meeting. However, their period of service may be shorter due to resignation, voluntary retirement, retirement in situation where a mandatory retirement age policy is in effect, or removal from office, for cause, by the executive committee or a special constituency meeting.

The phrase "for cause" when used in connection with removal from an elected or appointed position, or from employment, shall include but not be limited to 1) incompetence; 2) persistent failure to cooperate with duly constituted authority in substantive matters and with relevant employment and denominational policies; 3) actions which may be the subject of discipline under the *Seventh-day Adventist Church Manual*; 4) failure to maintain regular standing as a member of the Seventh-day Adventist Church; 5) theft or embezzlement; or 6) conviction of or guilty plea for a crime.

### ARTICLE VIII—REPRESENTATION AT CONSTITUENCY MEETINGS

Section 1. Regular Delegates: All delegates shall be duly accredited by any one of the organized churches of the mission. Each church shall be entitled to one delegate for the organization and one additional delegate for each 100 members or major fraction thereof and who hold membership in the local church which accredits them. Such delegates shall be chosen by the business meeting of the local church and include males and females. Sec. 1. Regular Delegates: Regular delegates to a mission/field session shall be such delegates as shall be duly accredited by the organized churches of the mission/field, on the basis of one for each local organized church, and one additional for each \_\_\_\_\_ members or major fraction thereof. Such delegates shall be chosen by action of the business meeting of each respective local church and include males and females.

Sec. 2. Delegates At-Large: Delegates at-large to a constituency meeting of this 205 mission session shall be: include: 206 207 The current members of the executive committee of this mission. 208 a. 209 Members of the General Conference, the Inter-American Division and b. 210 the Caribbean Union Conference Executive Committees who may be present at any session 211 constituency meeting of this mission. The number of such delegates shall not exceed ten 212 percent (10%) of the total number of delegates otherwise provided for. 213 214 215 All employees holding credentials or ministerial licenses issued by the Caribbean Union or the mission. All ordained and licensed ministers, and those 216 holding missionary credentials from the \_\_\_\_\_ Union or the mission/field. 217 218 Such other persons as may be recommended by the executive d. 219 committee and accepted by the delegates in session. The number of such delegates shall not 220 exceed ten percent of the total number of delegates otherwise provided for. 221 222 A person who is not elected to a new term of office at a constituency 223 meeting does not thereby lose delegate status at the current constituency meeting. 224 225 226 Sec. 3. Church Membership Requirement: All delegates appointed to represent the members of this mission at any constituency meeting shall be members in regular standing 227 of the Seventh-day Adventist Church. 228 229 230 231 ARTICLE IX—CONSTITUENCY MEETING COMMITTEES 232 233 234 (Note: The Inter-American Division executive committee may authorize a process whereby the session organizing and nominating committees may be selected and empowered to 235 perform their tasks in advance of the session. The process to select such committees for a 236 session shall involve constituency representation rather than being accomplished by the 237 executive committee alone. Unless the Inter-American Division Executive Committee has 238 approved other arrangements as described above, the following provisions shall apply for the 239 240 appointment and functioning of session committees.) 241 Prior to each mission constituency meeting, meeting of this mission/field, the executive 242 committee shall provide for such temporary committees as may be necessary to conduct the 243 preliminary work for the session. 244 245 To facilitate the business of the session, constituency meeting committees may 246 convene by means of an electronic conference or similar communications by which all 247 persons participating can hear each other at the same time. These committees include: 248

Committees that facilitate the business of the session include:

- Section 1. Organizing Committee— The membership of the organizing committee shall be composed of a number equal to 33% of the organized churches, plus 10% of such number from the delegates at large, and shall be made up as follows:
  - a. The regular delegates of the organizing committee will be distributed among the areas/zones of the Mission according to membership. To establish the ratio, the Mission membership will be divided by a number equal to 33% of organized Churches. This ratio will be applied to the membership of each area in order to determine its representatives from among the pastoral districts to the organizing committee.
- b. The delegates' at large meeting as a group and under the direction of the Union president, or the person designated by him, shall choose a number equal to ten percent of the number of the regular delegates for the organizing committee as their representatives.
- c. Members of the organizing committee shall be chosen at or prior to the constituency meeting.
- d. If the organizing committee is to meet prior to the constituency meeting, the time and place of the meeting shall be given in the official notice of the meeting.
- e. The chair of the organizing committee shall be the president of the union or his designee.
  - f. The organizing committee shall nominate and the constituency shall elect:
    - 1. A nominating committee;

- 2. The chair and secretary of the plans and recommendations committee;
- 3. Other committees as may be necessary.
- g. The General Conference, division and union representatives who may be present shall be invited to sit with the committee as counselors.
- Section 2. Nominating Committee The Nominating Committee shall consist of 11 members, including the president of the Caribbean Union, or his designee, who shall serve as chair, and who will have the right to vote, and will include up to 45 percent laypersons. The ranking General Conference, Division and Union representatives who may be present shall be invited to sit with the committee as counselors. Departmental directors, whose term of service expire at the Session and therefore stand for re-election, shall not be members of the Nominating Committee. The Nominating Committee shall limit its nominations to those positions for which budgetary provision has been made.
- a. Those chosen as members of the Nominating Committee must be duly appointed delegates in attendance at the constituency meeting.
- b. Persons holding elective office, as outlined in Article VII, <u>Sec. 11. Sec. 10.</u> in the current term, excluding non-ex officio members of the executive committee, shall not be eligible to serve on the Nominating Committee.

- c. The Nominating Committee shall limit its nominations to those positions for which persons are to be elected at the constituency meeting and for which budgetary provisions have been made.
- d. The Nominating Committee shall also nominate <u>members</u> members, other than ex officio members, for the mission executive committee and for the boards of mission institutions whose bylaws indicate that board members for the entity are elected at a mission constituency meeting.

Section 3. The committee on plans and recommendations shall be composed of all delegates to the constituency meeting and shall have a chairman and secretary.

#### ARTICLE X—EXECUTIVE COMMITTEE

Section 1. Membership of the Executive Committee: The Executive Committee of the Suriname Mission of Seventh-day Adventists shall be elected in regular Session and shall include the president, secretary and treasurer of the Mission, full-time departmental directors, Mission publishing ministries director, one administrator of the Mission institutions on an annual rotating basis, and one other non-office employee. Additionally, 25% of the number mentioned above shall be district pastors. In addition, 55% of the total number mentioned above shall be non-denominationally employed persons. The Mission president shall be the chairman of the Executive Committee; the Secretary of the Mission shall be the secretary of the Executive Committee. The officers of the Caribbean Union, the Inter-American Division, and the General Conference of Seventh-day Adventists are members ex officio of the mission executive committee; however, their membership shall be in addition to the number detailed above. Any such officers exercising their voting rights at any one meeting shall not make up more than ten percent (10%) of the committee membership present.

Section 2. Delegated Authority: The executive committee of this mission, unless replaced at a special constituency meeting, is delegated the authority to act on behalf of the constituents between constituency meetings, including the authority to remove, for cause (see definition of "for cause" in Article VII, Sec. 11. Sec. 10. above), persons who have been elected at a mission constituency meeting including directors of departments/services, chief administrators of institutions, and members of boards and committee whose election or appointment is a result of a constituency meeting or executive committee meeting action; and to fill, for the remaining portion of the term, any vacancies thus created. (The offices of mission president, secretary, and treasurer are always filled by action of the union executive committee.) The removal of those named under Article VII, Sec. 11. shall require the affirmative vote of two-thirds (2/3) of those voting at a mission executive committee meeting where a majority of members is present. including: directors of departments/services; chief administrators of institutions; and board/committee members whose election or appointment is a result of a constituency meeting or executive committee meeting action; and to fill, for the remaining portion of the term, any vacancies thus <del>created.</del>

Section 3. Administrative Authority: The executive committee shall have full administrative authority:

a. <u>To fill for the current term of office any vacancies that may occur by death, resignation, or otherwise, in its boards, committees, departments, or in offices which have been filled by mission constituency meeting election. To fill for the current term any vacancies that may occur by death, resignation, or otherwise, in its boards, committees, departments, or in offices which have been filled by mission/field/section constituency meeting election.</u>

b. <u>To appoint committees, such as an administrative committee, with their terms of reference.</u> To appoint committees, such as an administrative committee, with their terms of reference.

c. <u>To employ such personnel as may be necessary to execute its work effectively.</u> To employ such personnel as may be necessary to execute its work effectively.

d. To grant and withdraw credentials and licenses. The withdrawal of credentials shall require the consent of two thirds (2/3) of those voting at a mission executive committee meeting where a majority of members is present. To grant and withdraw credentials and licenses. The withdrawal of credentials shall require the consent of two thirds (2/3) of those voting at an executive committee meeting where a majority of members is present.

e. To appoint area coordinators upon the recommendation of the mission administration to facilitate the work in the field. These shall be appointed at the first plenary meeting of the executive committee after the constituency meeting.

Section 4. Meetings of the executive committee may be called at any time or place by the president, or in his absence by the secretary upon the written request of any three members, or twenty-five percent (whichever is more), of the executive committee. Meetings of the mission/field/section executive committee may be called at any time or place by the president, or should he be absent from the field, such meetings may be called by the secretary upon the written request of any three members of the mission/field/section executive committee.

Section 5. Attendance at Meetings: Where allowed by local law, executive committee members may participate in meetings by means of an electronic conference or similar communications by which all persons participating can hear each other at the same time, and participation by such means shall constitute presence in person at such a meeting.

Section 6. Notice of Meetings: Notice as to time and place, and any other requirements under this operating policy, these bylaws, shall be provided to all members in a reasonable manner at least 48 hours prior to the meeting if the meeting is to take place by electronic conference or similar communications, or at least 96 hours if the meeting is to take place in person.

Section 7. Quorum: Unless otherwise required in the Operating Policy, seven members, including the president, of the mission executive committee executive committee, shall constitute a quorum.

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ARTICLE XI—OFFICERS AND THEIR DUTIES

Section 1. Executive Officers: The executive officers of this mission shall be a president, a secretary, and a treasurer. The secretary and treasurer may be one individual known as the secretary-treasurer. It is the duty of these officers, in consultation with one another, to carry forward the work according to plans, policies, and programs voted by the union executive committee, the constituency in session, and/or the mission executive committee. These plans, policies, and programs shall be in harmony with the Fundamental Beliefs and actions adopted and approved by the General Conference of Seventh-day Adventists in its quinquennial sessions.

The mission executive officers of this mission/field shall be appointed by the union at the time of its sessions, or by the union executive committee between union sessions and shall hold office for the period of five (5) years or until their successors are appointed and enter upon their duties. sessions. The executive officers shall be members of the local mission/field executive committee. Vacancies in such offices shall be filled by action of the union executive committee.

- President: The president, who shall be an ordained minister of experience, is the first officer and shall report to the executive committee of the mission in consultation with the secretary and the treasurer. He shall act as chair of constituency meetings and of the mission executive committee and serve in the general interests of the mission as the constituency and the mission/field executive committee shall determine. In his leadership he shall adhere to the policies of the Caribbean Union, the Inter-American Division, Division and of the General Conference of Seventh-day Adventists, work in harmony with the union executive committee, committee and in close counsel with the union officers. When a local mission/field president is to be absent from the field for prolonged periods of time, the mission/field executive committee shall be authorized, in counsel with the union officers, to appoint an individual to act as chair during such absence.
- Secretary: The secretary, associated with the president as an executive officer, shall serve under the direction of the executive committee and shall act as vicechair of the executive committee. The secretary shall report to the executive committee of the mission after consultation with the president. It shall be the duty of the secretary to keep the minutes of the constituency meetings sessions and of the executive committee meetings, and to furnish copies of such to all members of the executive committee and to Union Mission or Union Conference. The secretary shall also be responsible for providing information as may be requested by the president or the union and local mission/field mission union, or division committees and shall perform such other duties as pertain to the office.

Treasurer/Chief Financial Officer: The treasurer/chief Treasurer/Chief Financial Officer: The treasurer, associated with the president as an executive officer, shall serve under the direction of the executive committee. The treasurer shall report to the executive committee of the mission after consultation with the president. The treasurer shall be responsible for providing financial leadership to the organization which will include, but shall not be limited to, receiving, safeguarding, and disbursing all funds in harmony with the actions of the executive committee, for remitting all required funds to the union/ division/General Conference in harmony with the Inter-American Division policy, and for providing financial information to the president and to the executive committee. The treasurer shall also be responsible for furnishing copies of the financial statements to the union officers. the Union officers. ARTICLE XII—DIRECTORS OF DEPARTMENTS/ASSOCIATIONS/SERVICES Section 1. Advisory Role: The directors of departments/associations/services of this 

Section 1. Advisory Role: The directors of departments/associations/services of this mission/field shall work under the direction of the executive committee and the president and shall serve in an advisory relationship to the field.

Section 2. Departments/Associations/Services Structure: Mission departments, associations, and services shall be organized in harmony with the department/association/service structure of the General Conference but shall not necessarily duplicate the departments/ associations/services at the division or the General Conference of Seventh-day Adventists. Departments/Services Structure: Mission/Field departments, associations, and services shall be organized in harmony with the department, association, service structure of the General Conference, but shall not necessarily duplicate the departments, associations, and services of the \_\_\_\_\_\_ Union or the Division.

#### ARTICLE XIII—FINANCE

Section 1. Tithes and Offerings: The church funds managed by this mission shall be:

- a. Such portion of tithe as it shall be assigned by policy and as received from all churches and isolated members in the mission.
- b. Appropriations from the Caribbean Union Conference or the Inter-American Division.
- c. Special <u>donations and funds, legacies, gifts, devises, and bequests</u> made to it. <del>donations.</del>
- Sec. 2. Policies: The portion of tithe which is reserved for this mission, as specified by policy, and all other funds shall be used in harmony with the policies of the Inter-

American Division of the General <u>Conference of Seventh-day Adventists</u>; <del>Conference</del>; and in the case of donations, their use shall be in harmony with the specifications of donors and in compliance with government regulations. Tithe is shared with the union and division on fixed percentages as set by the division executive committee and with the General Conference on fixed percentages as set by the Annual Council of the General Conference Executive Committee. This mission shall pass on monthly to the Caribbean Union Conference the specified tithe percentage, all mission offerings, and such other funds as may be called for by the policies of the union and division organizations.

Sec. 3. Bank Accounts: The funds of this mission shall be safeguarded in harmony with the financial policies of the Inter-American Division of the General Conference of Seventh-day Adventists. Moneys shall be deposited in the name of the Suriname Mission of Seventh-day Adventists in regular or special accounts in such banks or savings institutions as the mission executive committee shall designate and shall be withdrawn only by persons authorized by resolution of the mission executive committee.

Sec. 4. Financial Statements: The Suriname Mission shall regularly prepare statements of income and fund balances and shall be responsible for the filing of copies of the annual financial statement with the Caribbean Union, Union Conference and the Division and, to the extent required by law, with any branch of local or national government.

# ARTICLE XIV—BUDGET, EMPLOYEE COMPENSATION REVIEW, AND FINANCIAL AUDIT

Section 1. Budget: The Suriname Mission shall prepare an annual budget in harmony with the policies of the <u>Inter-American</u> Division of the General Conference of Seventh-day Adventists.

Section 2. Employee Compensation and Expense Review: The executive committee shall appoint an employee compensation and expense review committee, including a union officer or one or more representatives appointed by the union executive committee. The tasks of this committee are outlined in General Conference *Working Policy*.

Section 3. Independent Audit: A financial audit The financial statements of this mission shall be <u>audited at least annually</u> eonducted at least annually by an auditor chosen in harmony with General Conference *Working Policy*; and the records of this mission or any of its subsidiaries, agencies, or institutions shall at all times be open to said auditor.

ARTICLE XV—DISSOLUTION AND DISPOSITION OF ASSETS

This mission may be dissolved only by action of the union executive committee.

In the event of the dissolution of this mission/field and unless otherwise required by local law, all assets remaining after all claims have been satisfied shall be transferred to a legal entity authorized by the Inter-American Division of the General Conference of Seventh-day Adventists.

#### ARTICLE XVI—INDEMNIFICATION

Section 1. To the extent permitted by law, this mission shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, because he/she is or was a member of the mission executive committee or an officer, employee, or agent of the mission against expenses (including legal fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit, or proceeding if he/she acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interest of the mission, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful.

Sec. 2. This right of indemnification shall be in addition to, and not exclusive of, all other rights to which such member of the executive committee, officer officer, or department director may be entitled.

#### **Article XVII—Amendments**

At any annual meeting of the Caribbean Union Conference Executive Committee, this operating policy may be amended by a majority vote (unless local law requires a higher majority), vote, provided that such amendments shall not be inconsistent with the Constitution and Bylaws of the General Conference and the working policy of the Inter-American Division of the General Conference of Seventh-day Adventists, and with the spirit of the Mission Model Operating Policy. However, those portions of this operating policy which are essential to the unity of the Church worldwide and are designated in bold print shall only be amended or revised from time to time by the Caribbean Union Conference Executive Committee in order to comply with changes to the Mission Model Operating Policy as voted by the General Conference Executive Committee in its annual meetings.