

**CONSTITUTION**  
**OF**  
**NORTHAM CHURCH OF CHRIST INCORPORATED**

**April 11<sup>th</sup>, 2004**  
**Revised May 3<sup>rd</sup>, 2009**

**1. NAME:**

The body of Christians meeting in Northam in the State of Western Australia in association with Churches of Christ in WA (Inc.) shall be known as *Northam Church of Christ Incorporated* hereinafter referred to as “the Church”.

**2. PREAMBLE**

The Church believes that the whole of the Bible, both the Old and New Testaments as originally given, are the verbally inspired Word of God, supreme in authority and completely free from error. This constitution is in no way a credal statement, and anything contained herein will not take precedence over the authority of the Bible.

The Church practices and encourages baptism of believers by immersion in water into the name of the Father, Son and Holy Spirit.

The Church calls its people to serve Christ and His Church in accordance with their spiritual gifts and abilities.

**3. OBJECTIVES**

The Church’s Mission is to reach people for Jesus, to encourage, equip and release people into ministry, and to impact and transform the wider community for God using a variety of means including charitable and educational strategies.

The Board of the Church will, with God’s guidance, and in consultation with the membership, communicate through a strategic plan, a Vision for the ongoing direction of the Church. The Vision, which may vary from time to time, shall form the basis for the application of the Church’s resources.

**4. POWERS**

The powers of the Association are those conferred by the Associations Incorporation Act 1987.

**5. NON PROFIT ORGANISATION**

The Church shall operate at all times as a non-profit organization.

## **6. MEMBERSHIP:**

### 6.1

- a. The Church admits to its membership those who repent and confess their faith in the Lord Jesus Christ as the Son of God and their personal Saviour, who seek to be obedient to Him, who support the objectives, vision and mission of the Church and who are approved by the Board.
- b. Ongoing membership requires regular\* attendance at Worship services as far as their health, work and other relevant commitments permit.  
(\*Regular defined as attending a minimum of two services each four weeks.)
- c. A member qualifies for voting rights at eighteen years of age.
- d. Existing members as at the date of adoption of this Constitution, who continue to satisfy the requirements as in 6.1a and 6.1b, will automatically become members under this constitution.

6.2 Members of the Church may be disqualified from membership if the Board decide that such action is warranted under Biblical principles.

6.3 Any dismissal will be conducted under the process stipulated in the relevant policy of the Board.

6.4 Any member who is so dismissed from membership is to be actively encouraged, supported and counselled with a view to restoration.

6.5 Any person dismissed from any membership or leadership function in the Church may appeal the decision to dismiss by lodging an appeal in writing to the Board within four weeks of such a decision. The Board must consider the appeal and provide the appellant an opportunity to present their case within four weeks of receipt of the appeal. The Board must then advise the appellant of the outcome of the appeal within two weeks of its decision.

## **7. MEMBERSHIP REGISTER:**

- a. A membership register shall be kept by the Church which shows the names of all members, their date of acceptance of membership and date of conclusion of membership. This register is to be held at the administrative office of the Church.
- b. Members whose attendance ceases to be regular (as per clause 6.1b) or concludes, and whose names remain on the register with the approval of the Board, shall be deemed as inactive and therefore ineligible to vote.
- c. The Board shall review this register at least twice per annum so that inactive members may be contacted or visited for their encouragement and support.
- d. An “isolated member” is one who is unable to attend Church activities regularly because of distance or other personal circumstances approved by the Board. They shall not be eligible to vote.

## **8. DISCIPLINING OF MEMBERS AND RESOLUTION OF DISPUTES:**

The Board shall conduct all disciplinary processes involving members of the Church and shall provide support to enable resolution of disputes between members.

## **9. GOVERNANCE AND MANAGEMENT**

- 9.1 The Board, which shall comprise the Elders of the Church and shall number at least three persons, will exercise Governance of the Church, on behalf of the members, to ensure that the Vision and Mission of the Church are achieved within appropriate constraints as defined in policies that will be issued from time to time. The Board will meet at least quarterly to review governance issues and at other times as determined by the Board Chairperson. The Senior Pastor will attend Board meetings, but will not have any voting rights.
- 9.2 The Board shall appoint a chairperson, as needed from time to time, from within its membership and may co-opt suitably qualified persons to assist with any administrative functions of the Board. These co-opted persons will not have any voting rights. The Board may also appoint suitably qualified individuals to fill casual vacancies in its membership if necessary, but such appointments must be subjected to the provisions of clause 10 as soon as practicable and in any case within six months of such an appointment occurring.
- 9.3 The Board shall develop and maintain policies which guide all decision making in the areas of:
  - 9.4 Mission – relating to the strategic activities of the Church;
  - 9.5 Boundaries – relating to the actions and behaviour of staff;
  - 9.6 Accountability – relating to the relationships between stakeholders;
  - 9.7 Governance – relating to its own activities.
- 9.8 The Senior Pastor may, in consultation with the Board, create any Ministry Teams that are believed to be necessary for the administration of the Church and the effective implementation of the Vision and Mission of the Church. The Senior Pastor shall be responsible for the appointment of Ministry Team leaders, subject to section 11 of this constitution..
- 9.9 The Senior Pastor shall ensure that appointments are made to the positions of Secretary and Treasurer if these positions are not otherwise filled.
- 9.10 The Ministry Team leaders, in conjunction with the Pastor and other staff, shall oversee the practical administration of the Church.
- 9.11 Ministry Team leaders shall be accountable to the Board through the Senior Pastor. Each Ministry Team shall keep records, including financial statements, which shall be made available to the Board at their regular meetings. Any member who makes a reasonable request in writing to the Chairperson of the Board or their delegate, may inspect these records provided that they give at least seven days written notice and that the information requested is not deemed to be of a confidential nature.
- 9.12 The Quorum required for meetings of the Board is an attendance of at least 50% of the elected Board members.
- 9.13 Decisions of the Board shall be made on the basis of a majority vote of Board members present at that meeting. In the event of a split vote, further discussion will be called for, after which another vote shall be taken. In the event of a continuing split vote, the matter shall be deemed unresolved and open for discussion at the next Board meeting. Should the matter require resolution because of time deadlines, then the Board Chairperson shall cast a deciding vote.
- 9.14 Decisions of the Board shall be recorded in writing and where appropriate, policies adjusted to reflect the decision.

## **10. APPOINTMENT OF ELDERS:**

- 10.1 The Board shall nominate new Elders from the membership of the Church. Nominees are to be announced to the membership by appropriate means over a period of at least three weeks. Nominees for the position of Elder are to be baptised believers. Recommendations by Church members of those that they consider to be potential Elders may be made to the Board for their prayerful consideration.
- 10.2 Following the close of the announcement period (as per clause 10.1), members shall be given two weeks to express any concerns they may have regarding the nominee(s) to the Board, in writing.
- 10.3 If, after the two weeks allowed for comments to the Board, there are no objections to the nomination(s) that would preclude the appointment under biblical principles, the nominee(s) shall be submitted to the Church for endorsement. The Board shall consider any written objections and both objectors and nominees will be informed of the outcome.
- 10.4 Elders may serve for an initial term of four years, after which further reappointments of four years may occur on the basis of the procedure in 10.3 above.
- 10.5 All appointments and reappointments of Elders shall be referred to the members of the Church for endorsement by means of a secret ballot which may be carried out by any convenient means, provided that at least two weeks notice is given to all members of the ballot along with clear instructions on how and when votes are to be cast. In order to be confirmed, each appointment requires endorsement by 75% of those voting according to the procedures established for the vote.
- 10.6 The duties of Elders shall be to:
  - 10.6.1 Provide spiritual oversight for the Church.
  - 10.6.2 Exercise governance of the Church as the Board
  - 10.6.3 Provide leadership, teaching and pastoral care, according to their gifting, in conjunction with, and under the leadership of, the Senior Pastor.
- 10.7 Existing Elders as at the date of adoption of this Constitution will continue in office until the conclusion of their present term, at which time they will be eligible for reappointment under the procedures outlined in clauses 10.3, 10.4 and 10.5.

## **11. APPOINTMENT AND SERVICE OF PASTOR (S) AND STAFF**

- 11.1 All staff appointments, other than the Senior Pastor, are made by the Senior Pastor in consultation with the Board and allowing for feedback from the Church. They shall be reviewed annually.
- 11.2 The appointment or reappointment of a Senior Pastor shall be the subject of a recommendation by the Board to a meeting of the Church. In order to be confirmed, the recommendation requires endorsement by 75% of those voting according to the procedures established for the vote. The ongoing appointment shall be subject to an annual review by the Board.
- 11.3 Pastors and other staff shall be engaged, assessed and dismissed in accordance with the stated policies of the Board and all relevant industrial legislation. The current "Professional & Ethical Standards of Ministry Applicable to Ministers of Churches of Christ" will be used to define appropriate Christian conduct.
- 11.4 Paid and unpaid staff will be engaged on the basis of a written agreement which outlines their responsibility, defines their authority and boundaries, and gives details of their accountability and performance management processes.
- 11.5 Pastors and Ministry Team Leaders shall be baptised believers.

## **12. DISMISSAL OF LEADERS**

- 12.1 Any member of the Board will automatically be disqualified from holding office if, in the opinion of the Board, that person has demonstrated a proven breach of the Christian principles which apply to such office, as defined in the Board Covenant.

## **13. BUSINESS PROCEDURES:**

### **13.1 Property and Income:**

The property and income of the Church shall be vested in the Church solely for the promotion of its mission policy objectives (Clause 3) and no portion thereof shall be paid to any member of the Church provided that nothing herein shall prevent payment in good faith of remuneration in return for any service rendered to the Church.

All other matters relating to the business of the Church shall be contained in relevant governance policies.

The Church must have a Common Seal, which shall be held in the custody of the Church administration office and shall not be applied to any document without the express authorization of the Board and in the presence of at least two members of the Board.

The records of the Church shall be held at the administration office of the Church and shall be available for inspection by any member as per clause 9.11, except that the personal records of staff members (paid or voluntary) may not be made available, except to lawfully authorised persons, without the consent of the member and under the supervision of the Senior Pastor or his delegate.

## **14. MEETINGS**

The whole membership may meet from time to time in general meetings (Annual or Special) to conduct business as specified in this constitution. The only items of Church business that must be referred to a general meeting for a decision, other than those stipulated in any Board policy, are:

- Appointment or reappointment of a Senior Pastor
- Appointment or reappointment of an Elder
- Any change to this constitution
- A decision to wind up the Church
- Capital expenditure as per clause 16.1

### **Members' meetings shall be convened as follows:**

#### **14.1 Annual General Meeting (AGM)**

The AGM shall be convened each year at a time determined by the Board who shall give at least four weeks' notice of the time and place to all active members.

The Agenda of the AGM shall include, but not be limited to:

- A report from the Senior Pastor, which relates to the strategic objectives of the Church
- An audited financial statement for the preceding financial year

The AGM agenda is to be compiled by the Board and members may add items to it by submitting them in writing at least 14 days prior to the meeting.

Discussion at the AGM will be limited to the items appearing on the agenda unless a majority of members present vote to allow debate on another issue. No item, which is raised without notice, will be put to a vote until the Board has had time to consider it and bring a recommendation to a subsequent meeting.

The Board will appoint the Chairperson for the AGM.

#### **14.2 Special General Meetings (SGM)**

A SGM may be called at any time by the Board to discuss any item(s) of significant business that involves decisions to be ratified by the membership, or to advise the members of special items of business.

At least two weeks' notice of the time, place and agenda for a SGM is to be given to the Church.

A SGM may also be called by the membership provided that:

- 14.2.1 A minimum of 25% of active members of the Church request that the special meeting be held, in writing to the Board on a document signed by all the members requesting the meeting, and;
- 14.2.2 Prior to any SGM being called under clause 14.2, the matter to be taken to the Church must be presented to the whole Board, via the Senior Pastor, for consideration.

## **15. QUORUMS AND VOTING**

15.1 The Quorum at any General Meeting shall be 30% of active members who must be physically present. Any meeting that fails to achieve a quorum is to be postponed for at least seven (7) days. If the quorum is not achieved at the second meeting, the business shall be referred to the Board for a decision.

15.2 All active members are entitled to one vote on any motion put to a vote at a General Meeting. A majority of the total vote is required for a motion to be carried at a General Meeting and in the event of a tied vote the motion shall be considered lost.

Voting may be by a show of hands, at the discretion of the Chairperson, except that when a vote is taken which involves any individual person, or group of persons, a secret ballot must be conducted.

Members may register an absentee, electronic (email or fax) or postal vote on any matter brought before a General Meeting provided that the authenticity of the vote can be established to the satisfaction of the Board.

## **16. FINANCIAL CONSIDERATIONS**

16.1 The following minimum provisions apply to the management of the Church finances:

16.1.1 The Board will create fiscal policies to govern the financial operation of the Church.

16.1.2 Accurate records are to be maintained of all income and expenditure accounts within the Church. These records are to be audited annually.

16.1.3 Notwithstanding the provisions of 16.1.1, all items of major capital expenditure shall be referred to a General Meeting. (As guidance only, major expenditure would be an amount exceeding 20% of gross Church annual income.)

16.1.4 Financial donations given to the Church may not be put to any use other than that specified, without the approval of the donor or, in the event that the donor's approval cannot be reasonably obtained, the Board may redirect the use of such funds and the members shall be advised of the outcome.

16.1.5 The "financial year" for the Church shall commence on July 1<sup>st</sup> and conclude on June 30<sup>th</sup> in the following year.

## **17. CHANGES TO CONSTITUTION**

17.1 All previous rules and constitutions are hereby rescinded.

17.2 Changes to the Constitution are to be the subject of a General Meeting and require endorsement by 75% of those voting according to the procedures established for the vote.

## **18. DISSOLUTION**

If upon the winding up or dissolution of the Church there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to Churches of Christ in Western Australia Incorporated for distribution to Churches in need of assistance and the planting of new churches.