

**Churches of Christ
in
South Australia
and
Northern Territory Incorporated

Constitution**

1. DEFINED TERMS

In this Constitution:

Appointed Ministers are Endorsed Ministers, Provisionally Endorsed Ministers or Lay Ministers (as defined in the Commendation of Ministers Policy) who hold an appointment with a Member.

Association means the Churches of Christ in South Australia and Northern Territory Incorporated ABN 72 700 201 397.

Constitution means the constitution of the Association as amended from time to time.

Convention means the annual general meeting of the Association.

Member means any church, congregation, group or similar entity admitted to membership of the Association

Objects means the objects of the Association set out in clause 2.

Special Convention means any special convention called by the State Board.

State Board means the body having the responsibility for governance of the Association.

State Minister means the Chief Executive Officer of the Association.

State Ministry Team means the State Minister and any other appointments made by the State Board, deemed necessary at any given time to fully support the operational and missional needs of the Association.

Strategic Objectives means a written plan of the State Board in relation to its main objectives.

Succession Policy of the State Board means the written policy of the State Board in relation to its continuing membership.

2. OBJECTS:

The objects of the Association are to assist, encourage and resource Members to:

- 2.1 communicate the message of Jesus Christ, as revealed in the Bible
- 2.2 be vital and caring worshipping communities
- 2.3 represent Christ to all people in compassionate ways
- 2.4 be a Christ-like presence and voice for justice
- 2.5 participate as partners in the mission of God
- 2.6 act and speak on social and justice issues as part of the Association's responsibilities within its state, national, ecumenical and civic relationships
- 2.7 serve in collaboration with other Christian communities including Churches of Christ state and national bodies
- 2.8 represent the Association at selected inter-church and civic levels
- 2.9 meet, and aim to exceed, ethical standards and regulatory compliance, and
- 2.10 encourage a common sense of identity among members through the understanding and expression of those values, practices and beliefs distinctive to Churches of Christ.

3. POWERS:

In order to further its objects of the Association as set out in clause 2, the Association may:

- 3.1 purchase, subscribe for or otherwise acquire and hold, lease, mortgage, sell, dispose of and deal in real and personal property of all kinds and in particular lands, buildings, business concerns and undertakings, mortgages, charges, patents, licences, shares, stocks, debentures, debenture stock, securities, concessions, options, book debts, claims and any interest in real and personal property to carry on and manage any business concern or undertaking so acquired, and to apply the proceeds from the sale or disposal of any property in accordance with the best interests of the Association
- 3.2 act as trustee for and on behalf of any Member and as such hold real and personal property for and on behalf of any such Member

- 3.3 establish any fund or funds and to do all such things as may appear to further its objects,
- 3.4 claim, receive and apply for legacies and any other monies or property designated for the benefit of any board, department or committee established under the terms of this or any previous Constitution, complying as far as reasonably practicable with the intentions of the testators or donors, and
- 3.5 delegate its rights and responsibilities to the State Board.

4. MEMBERSHIP:

4.1 Responsibilities and Values of Members

Members agree to:

- 4.1.1 care for and support each other
- 4.1.2 take a prayerful and active part in the affairs of the Association
- 4.1.3 ensure the good standing of Churches of Christ in the community
- 4.1.4 acknowledge and respect diversity in matters of opinion, belief and practice whilst helping to build a common understanding of the essential convictions of the Christian faith
- 4.1.5 pay the levies of membership as agreed from time to time, except through special arrangement with the State Board, and to support financially the work of the Association, and
- 4.1.6 ensure that their rules of governance are consistent with the objects, responsibilities and values of the Association, and include such clauses as are deemed to be legally necessary from time to time.

4.2 Mode of Admission

4.2.1 Initial application

- (a) Any congregation or group desiring to become a Member (Applicant) must forward to the State Board an application for admission
- (b) An application must be
 - (i) in writing,

- (ii) signed by the chair of the relevant governing body or, in the absence of such an officer or formal governing body, a recognised leader of the Applicant, and
 - (iii) must be delivered to the State Minister or in the absence of the State Minister the chair of the State Board at least eighteen weeks before the date of the next Convention.
- (c) An application must include:
- (i) the name of the Applicant,
 - (ii) the number of regular participants of the Applicant,
 - (iii) the names of the Elders, Deacons or other relevant office bearers who make up the governing body of the Applicant or, in the absence of a formal governance body, the names of the recognised leaders of the Applicant,
 - (iv) the minutes of the meeting of the Applicant at which the resolution authorising the application for admission was made or, in the absence of a formal meeting structure and minutes, a letter of application signed by all regular participants of the Applicant,
 - (v) a signed agreement that the Applicant agrees to adopt the objects and the responsibilities and values of Members,
 - (vi) any other information as the State Board may require.

4.2.2 Application to be brought to State Board

The State Minister or any other officer of the State Ministry Team if the State Minister is unable to do so, must bring the application to the next meeting of the State Board,

4.2.3 Determination of application

- (a) The State Board will determine if the application fulfils the requirements set out in clause 4.2.1 and, if these conditions are met State Board must:
 - (i) send notice of each application for admission to each Member not less than ten weeks prior to the date of the next Convention, and
 - (ii) recommend to the Members whether the Applicant should be admitted or not.
- (b) In the absence of any objections, any Applicant who has made an application for admission under clause 4.2 shall be admitted at the next Convention.

4.2.4 Objection to application by Member

Objection to an application may be made by any Member.

- (a) An objection must be:
 - (i) in writing
 - (ii) signed by the chair of the relevant governing council of the Member making the objection or, in the absence of such an officer or formal governing body, a recognised leader of the Member, and
 - (iii) delivered to the State Minister or any other officer of the State Ministry Team not less than six weeks prior to the date of the next Convention.

4.2.5 Objection process

- (a) Where a Member validly objects to an application in clause 4.2.1, the State Board must convene a Special Convention of the Association as soon as practical following receipt of the objection.
- (b) The State Board may invite any number of delegates of the Applicant to attend the Special Convention.
- (c) The State Board must advise Members of the Special Convention by giving six weeks notice in writing, inviting Members to attend.

- (d) The Special Convention may hear:
 - (i) evidence in support of the Application by the invited delegates;
 - (ii) evidence in support of the objection or objections to the application for admission, and
 - (iii) any evidence given on behalf of the Applicant in reply to such objection or objections or otherwise in support of its application for admission.
- (e) The Member delegates who are present at the Special Convention must then decide whether or not the Applicant should be admitted to the Association at the next Convention. No discussion regarding the objection or objections to any application for admission shall be permitted at the Convention.
- (f) Despite anything else in this clause, the State Board may:
 - (i) Discuss any objections with the delegates of the Applicant or the objecting Member delegates or Members' delegates
 - (ii) decide not to convene a special convention where objections are withdrawn, or
 - (iii) decide not to convene a special convention where it is deemed not appropriate
- (g) Where the State Board deems it not appropriate to convene a Special Convention, the Applicant must be notified that their application has been unsuccessful and the reasons why their application has not been successful.

4.3 Objection to Continued Membership

Any Member may object to the continued Membership of any other Member.

- 4.3.1 An objecting Member must forward to the State Minister a signed copy of the minutes of the meeting of the governing council of that Member which contains a resolution stating the full grounds upon which the objection is being made or,

in the absence of a formal governing body, a signed letter from the recognised leaders of the Member stating the full grounds upon which the objection is being made.

4.3.2 On receipt of such objection the State Board will determine the manner in which the objection shall be dealt with.

4.3.3 Any decision made by the State Board or any meeting convened by State Board to consider the objection shall be final.

5. DELEGATES TO CONVENTIONS

5.1 Members are entitled to nominate delegates to a Convention or a Special Convention (Nominated Delegates).

5.2 Members may also be represented at Convention or any Special Convention by Appointed Ministers of a Member (Ministry Delegates).

5.3 The maximum number of Nominated Delegates and Ministry Delegates that a Member may nominate are to be determined by the tables below:

Nominated Delegates

Membership	Maximum nominated delegates
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(as recorded in the Annual Statistical Returns)

1 - 100	three delegates
101 – 150	four "
151 – 200	five "
201 – 250	six "
251 – 300	seven "
301 and over	eight "

5.4 No Member shall have more than eight Nominated Delegates.

5.5 Each Nominated Delegate shall have one vote only, and shall represent only one Member.

Ministry Delegates

Membership	Maximum Ministry Delegates
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(as recorded in the Annual Statistical Returns)

1 - 100	two Ministers
101 – 150	two "
151 – 200	three "
201 – 250	four "

251 – 300	four	"
301 and over	five	"

- 5.6 State Ministry Team, retired Ministers, Ministers without appointment and Chaplains (as approved by the State Board) will have the same rights as Nominated Delegates and Ministry Delegates.
- 5.7 A Convention or Special Convention will be open to any participant of any Member who may speak to any motion, but voting must be restricted to Nominated Delegates, Ministry Delegates or delegates noted in clause 5.6.

6. NOTICE OF BUSINESS

- 6.1 The only business to be dealt with at Convention will be:
- 6.1.1 business brought by notice of motion, which must be:
- (a) given only by a Member, State Board or any of its committees
 - (b) given in writing to the State Minister eight weeks prior to the first day of the business sessions of Convention.
 - (c) signed by the authorised office-bearer of the Member or, in the absence of a formal governing body, a recognised leader of the Member, the State Minister or the authorised office-bearer of the committee concerned.
- 6.1.2 business arising out of the report of the State Board or any of its committees,
- 6.1.3 business brought forward by any delegate, provided that such business shall only be dealt with subject to the consent of the President or the deputy in the chair. Any such business shall be in the form of a motion, signed by the mover. The President or the deputy in the chair must not consent to a notice of motion affecting the disposal of surplus Trust Funds or any Capital Fund established by State Board in this manner.
- 6.2 Where a notice of motion is brought forward in accordance with clause 6.1.1 a copy of every notice of motion shall be sent to each Member at least four weeks prior to the first day of the business sessions of the Convention. Copies of reports, new and amended By-laws and notice of any other business of which the State Minister has

notice shall be sent to Members at least two weeks prior to the first day of the business sessions of Convention.

- 6.3 Despite the provisions of clause 6, the President, or the deputy in the chair, may, at any session of Convention at which any business brought forward on notice of motion is being dealt with, allow such notice of motion to be altered provided that the alteration is designed to clarify the notice of motion and does not alter the nature or effect of such notice of motion and provided also that the Nominated Delegates of the Member or the State Board or the committee which gave such notice of motion consent to such alteration.

7. RULES OF DEBATE

- 7.1 The ordinary rules of debate shall be observed
- 7.2 The President or the deputy in the chair shall be entitled to deliberative and casting votes where the voting is by ballot and to a casting vote only in all other cases.
- 7.3 Any mover of a motion shall not be allowed to exceed five minutes in speaking to the motion, and all subsequent speakers shall be limited to three minutes, the mover being allowed three minutes to reply. Anyone seconding a motion without comment shall be entitled to a subsequent three minutes speaking time before the mover has replied.
- 7.4 Each speaker, other than the mover, shall not be allowed to speak more than once to any motion, except with the approval of the President or the deputy in the chair.
- 7.5 Ten delegates shall be entitled to call for a division upon any question put to the vote.

8. REFERENCE COMMITTEE

The reference committee shall consist of three people elected by Nominated Delegates and Ministry Delegates at the Convention to serve during the business sessions of that Convention. It shall be the duty of the reference committee to review any matter referred to it by the President or the deputy in the chair.

9. STATE BOARD

The State Board will act with due diligence in all matters concerning the Association.

9.1 Positions on State Board

- 9.1.1 The State Board shall consist of the President, President-Elect (or Past-President when there is no President-Elect), Secretary, State Minister, Treasurer and no less than six and no more than eight elected people.
- 9.1.2 Officers of the State Board shall be nominated according to criteria determined from time to time by the Succession Policy of the State Board and may be nominated by the State Board or any Member.
- 9.1.3 Voting for officers of the State Board shall be by secret ballot with only those receiving a simple majority of votes cast being deemed elected.
- 9.1.4 The President and nominated State Board officers shall be elected for a term of two years, at the Convention.
- 9.1.5 The Treasurer and Secretary will be appointed by the State Board.
- 9.1.6 The State Board will appoint a Public Officer of the Association.
- 9.1.7 The State Board may fill any vacancies that may occur from time to time with that appointed person holding office until the next Convention.
- 9.1.8 Where there are one or more vacancies and more nominations are received than the number of vacancies, the vacancy or vacancies shall be filled by the candidate or candidates receiving the highest number of votes.
- 9.1.9 Nomination for the President-Elect shall be made by the State Board.
- 9.1.10 Whenever there is an equality of votes for any position a second ballot shall be taken for that position only. If as a result of the second ballot, the candidates obtain an equal number of votes, the President or the deputy in the chair shall give a casting vote.
- 9.1.11 The State Board may second up to two people to ensure compliance with the requirements of the Succession Policy if required competencies are not met through the normal election process with those seconded persons holding office until the next Convention.

9.2 Expenditure responsibilities of State Board

9.2.1 The State Board may approve any single item of expenditure not exceeding the sum of two hundred and fifty thousand dollars indexed annually according to the national CPI as from the date of approval of this Constitution.

9.2.2 The State Board shall submit to Convention for approval any single item of expenditure in excess of the amount specified in clause 9.2.1 above. In cases of urgency, requests may be submitted by the State Board to every Member.

9.2.3 The State Board shall levy an affiliation fee on each Member at a rate approved at each Convention by the Nominated Delegates. The mode of levying this fee will be determined by the State Board from time to time.

9.3 Reporting responsibilities of State Board

9.3.1 The State Board shall present to each Convention:

- (a) a report on the State Board's performance in achieving its Strategic Objectives
- (b) audited financial statements in respect of all monies under its control, and
- (c) a report of all new and amended policies and/or By-Laws.

9.4 Meetings

9.4.1 Meetings of the State Board shall be convened by the Chair of the State Board and shall be held at least four times each year.

9.4.2 A quorum at meetings of the State Board shall be a simple majority of members.

9.5 Appointment of State Minister and other officers

9.5.1 The State Board may nominate a person to the position of State Minister;

9.5.2 The appointment or re-appointment of the State Minister must be:

- (a) Voted at Convention by secret ballot, and
- (b) approved by a 75% majority of those voting.

- 9.5.3 Despite any other provision in this clause the State Board may decide not to bring the vote to Convention but instead notify every Member in writing of its recommendation and request that the Member vote on the nomination. Upon receipt of 75% in favour of the nomination the appointment will be made.
- 9.5.4 Other State Ministry Team members may be appointed by the State Board on a recommendation from the State Minister and a selection panel appointed by State Board.
- 9.5.5 The length of term of State Minister and State Ministry Team members may be determined by the State Board.

10. MISCELLANEOUS

10.1 Financial year

The financial year shall commence on 1st July and end on 30th June.

10.2 The Appointment of an Auditor

- 10.2.1 At each Convention, the members shall appoint a person to be auditor of the association.
- 10.2.2 The auditor shall hold office until the next Convention and is eligible for re-appointment.
- 10.2.3 If an appointment is not made at Convention, the State Board shall appoint an auditor for the current financial year.

10.3 The Seal

- 10.3.1 The State Board shall have custody of the seal of the Association.
- 10.3.2 The seal shall be affixed pursuant to a resolution of the State Board and by and in the presence of any two members of State Board.

10.4 Amendment of Constitution

This constitution may only be amended at a Convention, after a notice of motion has been given, by a resolution carried by two thirds of the delegates present at the session where the notice of motion is submitted to the vote.

10.5 Nature of Association

The assets and income of the Association shall be applied solely to further the Objects of the Association, and no portion shall be distributed directly or indirectly to Members, except as bona fide compensation for services rendered or expenses incurred on behalf of the Association, or in repayment of funds entrusted to it, if requested.

10.6 Dissolution

If by a proper vote of the Members, a decision is made to wind-up or close the Association, any surplus assets shall not be distributed amongst the Members, but shall be dispersed in consultation with other State Associations of Churches of Christ in Australia, or other Incorporated Associations with similar objects.

10.7 Interpretation

If any question arises as to the interpretation or application of the foregoing provisions it shall be decided as follows:

10.7.1 If such question arises during Convention, by the President or his/her deputy in the chair.

10.7.2 If such question arises at any other time, by the State Board.