

Constitution

Mossel Bay Baptist Bible Church

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1 DEFINITIONS AND INTERPRETATION

1.1 In this document the capitalised words and phrases defined hereunder will have the meanings assigned to them, and words derived from them will have corresponding meanings.

1.1.1 "Annual General Meeting" means a meeting of the Members, as contemplated in clause 11.4;

1.1.2 "Bookkeeper" means the person referred to in clause 13.2;

1.1.3 "Church" means the body of persons admitted to membership of the Mossel Bay Baptist Bible Church, subject to clause 2.1;

1.1.4 "Church Secretary" means the Church officer referred to in clause 9.7;

1.1.5 "Commencement Date" means the date upon which the Members of the Church adopt this Constitution;

1.1.6 "Connected Persons" means natural persons that are relatives in relation to one another. A relative includes a person's spouse and anyone related to the person or the person's spouse within the third degree of consanguinity;

1.1.7 "Constitution" means this document, comprising clauses 1 to 20;

1.1.8 "Council" means, collectively, the Elders and Deacons;

1.1.9 "Deacon" means a person appointed as such in accordance with clause 9.6;

1.1.10 "Elder" means a person appointed as such in accordance with clause 9.4;

1.1.11 "General Meeting" means a meeting of the Members, as contemplated in clause 11.5;

1.1.12 "Holy Scriptures" means the Bible, being the 66 books of the Old and New Testaments, which, for the avoidance of doubt, excludes the books commonly known as the Apocrypha;

1.1.13 "Local Church" means a community of believers in a particular place where the word of God is preached, and the ordinances of believer's baptism and the Lord's supper are observed;

1.1.14 "Member" means any person who has been accepted into membership of the Church;

- 1.1.15 “Special General Meeting” means a meeting of the Members, as contemplated in clause 11.6;
- 1.1.16 “Treasurer” means the Church officer referred to in clause 9.8.
- 1.2 In this document:
- 1.2.1 to the extent required by the context:
- 1.2.1.1 words denoting any gender will include the other two genders;
- 1.2.1.2 the singular will include the plural and vice versa;
- 1.2.1.3 a reference to natural persons will also be deemed to be a reference to created entities, whether incorporated or unincorporated (including partnerships, trusts, and functionaries acting for governmental, or similar, institutions), and vice versa;
- 1.2.2 if any provision in a definition is a substantive provision conferring rights or imposing obligations, effect must be given to it as if it were a substantive provision in the body of this document, notwithstanding that it is only in a definition clause;
- 1.2.3 the words "include" and "including" mean "include without limitation" and "including without limitation". The use of the words "include" and "including" followed by a specific example or examples is not to be construed as limiting the meaning of the general wording preceding it and the application of the *eiusdem generis* rule (the rule, which states that where a reference to a class of things is followed by general wording that is not itself expansive, the general wording is usually restricted to things of the same type as the listed items) is excluded;
- 1.2.4 the headings have been inserted for convenience only and will not be used in the interpretation of this document;
- 1.2.5 unless specifically otherwise provided, any number of days prescribed will be determined by excluding the first and including the last day;
- 1.2.6 where figures are referred to in numerals and in words, and there is any conflict between the two, the words will prevail, unless the context indicates a contrary intention;
- 1.2.7 words, expressions acronyms, phrases or descriptions defined in any clause will,

unless the application of any such word or expression is specifically limited to that clause, bear the meaning assigned to such word or expression throughout this document;

1.2.8 records are binding and are not merely for information purposes.

2 NAME AND CORPORATE EXISTENCE

2.1 The Church in its organisational aspect and form is a corporate body with power to own and hold property (immovable, moveable and incorporeal/intangible) in its own name and apart from its Members, as well as the power to sue and be sued in its own name.

2.2 The name and designation of the Church will be the Mossel Bay Baptist Bible Church.

2.3 The members of the Council accept fiduciary responsibility for the Church, provided that no 3 (three) Connected Persons may accept such fiduciary responsibility. No single person may have the ability or authority, either directly or indirectly, to control the decision-making powers of the Church.

3 OBJECTIVES, PRINCIPLES AND PURPOSE

3.1 The Church acknowledges Jesus Christ as the Supreme Head of the Church. It will manage all its affairs according to New Testament teaching.

3.2 The primary objectives of The Church are to:

3.2.1 know, obey, worship and glorify the triune God of the Bible;

3.2.2 know, obey, worship and exalt the Lord Jesus Christ as Saviour and Head of the Church;

3.2.3 make the Lord Jesus Christ known to the persons who do not have a personal relationship with Him, in obedience to the great commission of our Lord Jesus Christ, as recorded in Matthew 28: 19 and 20;

3.2.4 provide opportunities for Christian ministry according to New Testament teaching and encourage Members to make use of such opportunities;

3.2.5 make provision for Sunday services to be held and instruction in the Word of God and, as acts of obedience to our Lord Jesus Christ, for the observance of the two ordinances of the church that He appointed, namely believer's baptism and the Lord's supper; and

3.2.6 disciple Christians to equip them for the work of Christian ministry.

4 STATEMENT OF BELIEF

This clause sets out the concise statement of belief of the Church, being principles derived from the Holy Scriptures. It is an inherent requirement for membership of the Church that a Member accepts this statement of belief. The Church believes:

- 4.1 that the Holy Scriptures are fully inspired of God, inerrant, and the sole, sufficient, and final authority for faith and life;
- 4.2 that there is but one, living and true God, who is spirit, creator of all, sovereign, infinite in being and perfection, invisible, eternally existing in three equal persons – God the Father, God the Son and God the Holy Spirit - immutable, almighty, most wise, most holy, working all things according to the counsel of His own immutable and most righteous will for His own glory; most loving, gracious, merciful, abundant in goodness and truth, the rewarder of them that diligently seek Him; most just, and terrible in His judgments, hating all sin, and who will by no means clear the guilty (those who remain guilty by virtue of their refusal to accept Christ's offer of salvation);
- 4.3 that God, from all eternity, did, by the most wise and holy counsel of His own will, freely, and unchangeably ordain whatsoever comes to pass; yet so, as thereby neither is God the author of sin, nor is the will of His creatures violated;
- 4.4 in the absolute and essential deity of Jesus Christ, the Son, the second person of the Trinity, who became incarnate, begotten by the Holy Spirit, born of the Virgin Mary, and who is both true and fully God and true and fully man;
- 4.5 in the direct lordship of Christ over every believer and over the Local Church. By this we understand that Christ exercises His authority over the believer and the Local Church directly, without delegating it to another, or without the intermediary ministry of another;
- 4.6 that the Lord Jesus Christ lived a sinless life, and died as a substitutionary sacrifice for those who place their faith in Him for their salvation, to satisfy God's judgment on sin;
- 4.7 in the bodily resurrection of the Lord Jesus Christ, His ascension into heaven, and His present and eternal life at the right hand of God the Father as our High Priest and Advocate;

- 4.8 that God created man in His own image; that Adam, as representative of the human race, sinned and thus incurred the penalty of death, physical and spiritual; that sin is any lack of conformity to, or transgression of the law of God;
- 4.9 that all human beings inherit a sinful nature which issues in actual transgression, thereby creating personal guilt before God (we are born in sin and personal guilt);
- 4.10 that man is totally incapable, by works or any merit of his own, to obtain forgiveness of his sins, but that all who repent of their sins and, by faith, place their trust only in our Lord Jesus Christ for their salvation, and not on any merit of their own, are justified freely before God on the grounds of Jesus' death and shed blood and are born again of the Holy Spirit, thereby becoming children of God;
- 4.11 that salvation is by the sovereign grace of God and that only those who exercise repentance from sin and place their faith in the Lord Jesus Christ will be saved;
- 4.12 that the Holy Spirit, the third person of the Trinity, is true and fully God; that He is Lord and giver of life, convicts the world of sin, righteousness, and judgment. Through the proclamation of the gospel, He persuades men to repent of their sins and confess Jesus as Lord. By the Holy Spirit a person is led to trust in divine mercy. The Holy Spirit unites believers to Jesus Christ in faith, brings about the new birth, and dwells within those people who have been born again through their faith in the work of Christ. The Holy Spirit sanctifies, illuminates, comforts and abides in all who believe in Jesus Christ. The Holy Spirit has come to glorify the Son who in turn came to glorify the Father. He will lead the Church into a right understanding and right application of the truth of God's Word. He is to be respected, honoured, and worshipped as God the third person of the Trinity;
- 4.13 that the Lord Jesus Christ appointed two ordinances, baptism and the Lord's supper, to be observed as acts of obedience and as perpetual witnesses to the cardinal facts of the Christian faith;
- 4.14 that Baptism is a sign of personal repentance, faith and regeneration, and a confession of identification with Christ in burial and resurrection and is in obedience to the command of our Lord (and not a means to achieve salvation). It consists of full immersion in water into the name of the Father, Son and Holy Spirit;
- 4.15 that the Lord's Supper is the partaking of bread and cup as symbolical of the Saviour's

broken body and shed blood in remembrance of His sacrificial death “until He returns”;

4.16 in the resurrection of the just and the unjust, the eternal blessedness of the redeemed and the eternal condemnation in hell of those who have rejected Jesus’ offer of salvation;

4.17 in the universal church, as the whole company of those who have been redeemed by Jesus Christ and regenerated by the Holy Spirit;

4.18 that the Local Church is a manifestation of the universal church; that it is fully autonomous and remains so notwithstanding responsibilities it may accept by voluntary association with other churches or institutions;

4.19 that each Local Church on Earth should take its character from this conception of the church universal and, therefore, that the new birth and personal confession of faith in Christ are essentials of Church membership;

4.20 in the priesthood of all believers, by which we understand that each Christian has direct access to God through Christ our high priest, and shares with Him in His work of reconciliation. This involves intercession, worship, faithful service and bearing witness to Jesus Christ, even to the ends of the earth;

4.21 in the principle of religious liberty, namely that no individual should be coerced either by the State or by any secular, ecclesiastical or religious group in matters of faith. The right of private conscience is to be respected. For each believer this means the right to interpret the Holy Scriptures responsibly and to act in the light of his conscience;

4.22 the principle of separation of Church and State in that, in the providence of God, the two differ in their respective natures and functions. The Church is not to be identified with the State nor is it, in its faith or practice, to be directed or controlled by the State. The State is responsible for administering justice, ensuring an orderly community, and promoting the welfare of its citizens. The Church is responsible for preaching the gospel and for demonstrating and making known God's will and care for all mankind. Nevertheless, the Church is required to conform to the legal requirements of the state insofar as they do not compromise the adherence to Biblical principles;

4.23 in the personal, bodily resurrection and triumphant, future return of the Lord Jesus Christ;

- 4.24 that God has sanctioned marriage between man and woman; therefore, we believe in a heterosexual relationship between one natural man and one natural woman within the confines of lawful matrimony. Adherence to this stated principle of sexual behaviour between such married couples is an inherent requirement for membership of the Church. For the avoidance of doubt, this is not a condonation of extra-marital sexual activity nor a prohibition to single persons being Members;
- 4.25 in the congregational principle, namely that each Member has the privilege and responsibility to use his/her gifts and abilities to participate fully in the life of the Church, and that a duly constituted Church meeting is, under the Lordship of Jesus Christ, the highest court of authority for the Local Church; and that each individual member has the inalienable right and responsibility to participate fully in the life and government of the church, including the appointment of its leaders. We recognise that God gifts His church with overseers (who are called pastors or elders), whose primary function is to lead in a spirit of servanthood, to equip and provide spiritual oversight, and deacons whose primary function is to facilitate the smooth functioning of the Church and to exercise mercy ministry; and
- 4.26 in the existence of Satan as a being who is totally evil and who is the originator of sin, the archenemy of God and man.

5 ORDINANCES

- 5.1 As commanded by Jesus, the Church will observe in their New Testament simplicity, the ordinances of baptism and the Lord's supper (refer clauses 4.13 to 4.15).
- 5.2 Baptism: Any Christian may administer the ordinance to any who confess their faith in the Lord Jesus Christ as their personal Saviour and Lord, apart from any question of their joining the Church.
- 5.3 The Church will observe the Lord's Supper, as far as possible, at least once monthly. Participation at the Lord's Supper will be open to all who profess acceptance of Jesus Christ as the Son of God and the Saviour of men and who have accepted Him as their personal Saviour and Lord, apart from any question of their membership of the Church.

6 MEMBERS AND MEMBERSHIP

- 6.1 As at the Commencement Date, the membership of the Church will consist of those persons whose names are on the Church membership roll at the Commencement Date.

- 6.2 Persons who desire to become members of the Church, and who have given evidence of their personal salvation through faith in the Lord Jesus Christ and have accepted this Constitution unqualified and who are not members of a secret society, may be accepted into membership of the Church.
- 6.3 Every application for membership of the Church will be submitted to the Council. Persons who have applied for membership will be under the watch-care of the Church until such time as they are received into membership.
- 6.4 An applicant may be required to attend any membership classes which the Council deems necessary.
- 6.5 The Council will select 2 (two) Members of the Church to interview the applicant. It will be the duty of the interviewers to acquaint the applicant with the privileges and obligations of membership as well as the essential details of this Constitution. After the interviewers have interviewed the applicant they will report thereon to the Council.
- 6.6 The Council will present to the Church in General Meeting all recommended applications for membership and, after the reports of the interviewers have so been presented, the Members present will vote on such applications for membership. If a simple majority of the Members vote in favour, the motion will be carried.
- 6.7 Any application which is rejected by the Members will be referred back to the Council for their attention.
- 6.8 Applications involving a transfer of membership from another church will be considered as above and the Church concerned will be advised of such Members so received. No person may demand to be accepted into membership purely on the basis of a transfer from another church.
- 6.9 Every application for membership of the Church will contain a statement to the effect that the applicant has read and understands this Constitution and, in particular, accepts the Statement of Belief referred to in Clause 4 of this Constitution, without qualification.
- 6.10 By signing the application the applicant freely and voluntarily subscribes to the Statement of Belief, and understands and consents to the fact that, should the applicant violate such principles, the applicant may be required by the Council to either accept their counsel and discipline or to forfeit membership of the Church.

- 6.11 The Council will cause the Church Secretary to maintain a roll of Church membership. Persons whose names are recorded in the membership roll and who are not under discipline, will be entitled to full enjoyment of the privileges and will be required to perform all obligations associated with membership, as recorded in this Constitution and in the Holy Scriptures.
- 6.12 Members who resign from membership will cease to be members of the Church and their names will be removed from the membership roll.
- 6.13 If a member ceases to be actively involved in the life of the Church, the Council must investigate the matter. If they are of the opinion that such member no longer wishes or intends to be an active member of the Church, they must deliver a written notice to the member, advising him/her that, unless they hear from him/her to the contrary, within 30 days from the date of delivery of the notice, they will remove his/her name from the membership roll. If they do not hear from him/her to the contrary within that period, they may remove his/her name from the membership roll and notify him/her accordingly in writing.
- 6.14 If a member ceases to be actively involved in the life of the Church, and the Council is unable, for any reason, to make contact with him/her to investigate the matter, they must cause a written notice to be delivered to the last known address of that member, advising him/her that, unless they hear from him/her to the contrary, within 30 days from the date of delivery of the notice, they will remove his/her name from the membership roll. If they do not hear from him/her to the contrary within that period, they may remove his/her name from the membership roll.
- 6.15 Any person whose name has been removed from the membership roll will, from the date of removal, no longer be entitled to enjoyment of the privileges, and will no longer be required to perform any obligations associated with membership, as recorded in this Constitution. The Council must ensure that the date of such member's removal is recorded in the records of the Church.

7 PRIVILEGES AND OBLIGATIONS OF MEMBERSHIP

- 7.1 Under the divine headship of the Lord Jesus Christ, the final authority and responsibility in all matters touching the life and service of the Church rests with the whole membership of the Church.

7.2 Every Member will be entitled and expected to attend business meetings, unless prevented by some reasonable cause, and be concerned for the welfare of the whole community in a spirit of prayer and love.

7.3 Members will be expected to support the ministries of the Church and to maintain the fellowship of the Church by ministering to one another's needs in Christian love, by prayer, by attendance at the services and the Lord's supper whenever possible, engaging in some specific ministry in the Church, and by conscientious giving as God's provision enables. It is the special privilege and duty of Members to seek to win others to the Lord Jesus Christ, and to introduce new persons to the Church.

8 TRANSFER OF MEMBERS TO OTHER CHURCHES

8.1 Any Member in good standing, who desires to join another Baptist church will be given a letter of good standing upon application of the Church concerned.

8.2 Any Member who desires to join a Church of some persuasion other than Baptist will be given a letter of introduction upon application by the Church concerned.

8.3 Where necessary and in order to avoid undesirable delay, letters of good standing or of introduction may be sent by the Council, who will report such action at the next General Meeting.

9 CHURCH OFFICERS

9.1 The officers of the Church will be Elders, Deacons, Church Secretary and Treasurer. The Elders and Deacons will be chosen to their respective offices in accordance with this Constitution.

9.2 The Council must appoint a Treasurer from the Deacons. The Treasurer and the Bookkeeper may not be the same person.

9.3 Any Elder or Deacon must recuse himself or herself from any meeting of which he/she is a member, if any matter is to be discussed at that meeting in respect of which he/she has a personal interest.

9.4 Elders

9.4.1 The Council may propose male Members, who have been Members of the Church for at least 12 (twelve) months, who meet the Biblical requirements for elders laid down in 1 Timothy 3:2-7 and Titus 1: 6-9, who have been baptised, and who

are recognised as gifted by the Holy Spirit for such office, to the Church for appointment as Elders. If the Elders so determine, a prospective Elder may be required to undergo a period (the length of which will be determined by the Elders) of development, when he will be required to attend Elders' meetings and join in the discussions, but not be allowed to vote, prior to his being proposed to the Church.

- 9.4.2 The procedure for the confirmation of Elders will be as follows:
 - 9.4.2.1 the name of the person being recommended must be made known at the Church service on at least the 2 (two) Sundays prior to the meeting and a notice of his nomination must be displayed on the Church notice board for at least 2 (two) weeks prior to the meeting. The consent of the nominee will be obtained prior to the publication of his name;
 - 9.4.2.2 the confirmation of each recommended Elder will be on the favourable secret ballot vote of at least 75% (seventy five percent) of the Members present at a General Meeting or Annual General Meeting.
- 9.4.3 Elders must exercise pastoral oversight, teach and disciple, exercise discipline and generally lead the flock according to the Holy Scriptures, including shepherding in accordance with 1 Peter 5: 2, and ensure that pure doctrine according to the Holy Scriptures and as set out in Clause 4, is taught in the Church.
- 9.4.4 With the exception of any full-time Elder, every Elder will be appointed for a period of 3 (three) years, after which he is eligible for re-appointment.
- 9.4.5 The number of Elders will be determined, from time to time, at a General Meeting, on the recommendation of the Council.
- 9.5 Full-time Elder
 - 9.5.1 If so resolved, by a simple majority of the Church in General Meeting, the Church may engage in the process to identify an Elder who will be devoted to full-time ministry of preaching and teaching. The choice, designation and appointment of such full-time Elder is vested in the membership of the Church. The remuneration and/or other material assistance to such full-time Elder will be in the discretion of the Council.

- 9.5.2 Because of the special nature and responsibility of the full-time Elder's ministry and the qualifications required for it, it is recognised that it may be necessary to call a person from outside the Church as full-time Elder, provided he fulfils the requirements of clause 9.4.1 above (with the exception of the requirement that he must have been a Member for at least 12 (twelve) months), and agrees to this Constitution without qualification.
- 9.5.3 A full-time Elder will be appointed for a period of 5 (five) years, unless he is appointed as an employee of the Church, in which event his tenure will be determined by his contract of employment.
- 9.5.4 Despite the role of the full-time Elder, the overall leadership of the church will remain vested in the Eldership.
- 9.5.5 The choice of a full-time Elder is vested in the membership of the Church. When an appointment becomes necessary, the procedure will be as follows:
- 9.5.5.1 the Council will convene a Special General Meeting of Members for the express purpose of appointing not less than 4 (four) Members (who are not members of the Council) to act, together with the Council, as a call committee;
- 9.5.5.2 the call committee will appoint a chairman from its members;
- 9.5.5.3 the terms of reference of the call committee will be agreed upon at the Special General Meeting referred to in 9.5.5.1 above;
- 9.5.5.4 when the call committee has identified an individual whom it wishes to propose for appointment, the Council will convene a Special General Meeting for the express purpose of considering the appointment of such individual. The call committee will recommend only 1 (one) individual's name at a time to the Special General Meeting;
- 9.5.5.5 any invitation to a full-time Elder will be contingent upon the following:
- 9.5.5.5.1 on the favourable secret ballot vote of at least 75% (seventy five percent) of the Members present at the Special General Meeting referred to in clause 9.5.5.4, will vote in favour of the appointment;
- 9.5.5.5.2 the prospective full-time Elder will have been baptised by immersion

and will accept, in writing, this Constitution without qualification;

9.5.5.5.3 the full-time Elder and his spouse (if married) will become Members of the Church upon his assuming the post;

9.5.5.5.4 any engagement between the Church and the full-time Elder will be terminable by 3 (three) months' written notice on either side, unless otherwise mutually agreed upon, or stated differently in his contract of employment and subject to the labour law prevailing at the time;

9.6 Deacons

9.6.1 Male and female Members who have been Members of the Church for at least 12 (twelve) months], and who meet the Biblical requirements for deacons as set out in 1 Timothy 3:8-13 may be appointed to relieve the Elders of administrative duties so that the Elders may devote themselves to their pastoral duties.

9.6.2 The procedure for the election of Deacons will be as follows:

9.6.2.1 every Member is entitled to submit written nominations for Deacons. A Member may nominate only one person for each vacancy. Nominations must be lodged with the Church Secretary at least 21 (twenty-one) days before the date of the election and must be signed by the nominator and the nominee;

9.6.2.2 the names of nominees will be made known at the Church Service on at least the 2 (two) Sundays prior to a General Meeting and a notice of their nomination must be displayed on the Church notice board for at least 2 (two) weeks prior to the meeting;

9.6.2.3 voting will take place by secret ballot on all nominations for the diaconate and if there are more nominations than vacancies, the persons receiving the greatest number of votes will be appointed, provided that each of them receives at least 66% (sixty-six percent) of the votes of the Members present. If each of the candidates receives the same number of votes, then the Elders will decide the appointments.

9.6.3 The Council will, from time to time, determine the number of Deacons.

9.6.4 Deacons will be appointed for a period of 2 (two) years after which they will be

eligible for re-election.

9.6.5 Every Deacon will be responsible for the administration only of the ministry under his or her control. The Deacons will decide the allocation of ministries among their number, subject, however, to clause 9.2.

9.7 Church Secretary

9.7.1 The Council will appoint one of the Deacons as the Church Secretary.

9.7.2 The Church Secretary is charged with the taking of minutes at General Meetings and the storage of such minutes, as well as the minutes of the meetings of the Council, and the Deacons and the maintenance of the Members List.

9.8 Treasurer

9.8.1 The treasurer must fulfil the duties in clause 13.1.

9.9 The Council

9.9.1 The direction and management of the affairs of the Church will be entrusted to the Council, who will act pursuant to the provisions of the Constitution or as specifically directed by the Church in General Meeting or Special General Meeting provided such direction is not in contravention of this Constitution. The Council will remain accountable to the Church membership at all times.

9.9.2 The Council may co-opt Members to special committees.

9.9.3 All proposed appointments to be made by ministries or departments of the Church will be submitted to the Council for its prior approval.

9.9.4 The Council will meet as and when necessary but not less than once every 2 (two) months.

9.9.5 50% (fifty percent) of the members of the Council present at any meeting will constitute a quorum.

9.9.6 Resolutions of the Council may be taken by a round-robin procedure if the matter is urgent and cannot be held over to the next Council meeting. The date of the resolution will be the date on which the last approval is signed.

9.9.7 The Council will elect from its members a Chairman to preside at all meetings of the Council. When any question affecting the Chairman's position is to be

discussed, or whenever the Chairman will elect to vacate the chair, or during his absence, a member of the Council will be appointed by the meeting to act as Chairman of that particular meeting.

9.10 Removal of Church Officers

9.10.1 The Church at a Special General Meeting may terminate the office of an Elder or Deacon, provided that such termination is sustained by the vote of 75% (seventy-five percent) of the Members present at such Special General Meeting. Where such termination results from default in duty or manner of life, the duties of such Elder or Deacon will be suspended immediately. Voting will be by secret ballot.

9.10.2 The Council may terminate the office of the Church Secretary, the Treasurer and the Bookkeeper, provided that such termination is sustained by the vote of 75% (seventy-five percent) of the Council members.

9.11 Confidentiality

The proceedings at Elders', Deacons' and Council meetings will be confidential. Only the resolutions taken at such meetings will be made public.

10 CHURCH DISCIPLINE

10.1 The aim of Biblical discipline is the maintenance of the purity of the body of Christ and the restoration of the erring Member. All disciplinary steps are to be taken in a spirit of love and concern (Galatians 6:1-2) and should always aim to be redemptive.

10.2 Personal offences between members are to be dealt with on a personal level in terms of Matthew 18:15. Only when no reconciliation ensues will the Elders be approached (Matthew 18:16-17).

10.3 Disciplinary measures.

10.3.1 If an allegation of unworthy conduct is brought against a Member, the Eldership will make enquiry into the matter. The principle that an accused is allowed to face his accuser and the principle of *audi alteram partem* (hear the other side) will be applied strictly.

10.3.2 If, after investigation, the Elders are of the opinion that the allegation is true, an Elder or Elders will visit and counsel the erring Member and exhort him/her to repentance. If the Member repents, no further measures will be taken, save that

the Elders will report back to the complainant on the resolution of the matter.

10.3.3 However, if the Member does not repent, the matter will be dealt with by the Elders as follows (provided that the Elders may, in their sole discretion, repeat the procedure in clauses 10.3.1 and 10.3.2 before taking the steps in this clause 10.3.3):

10.3.3.1 in accordance with 1 Timothy 5:20 the erring Member will be rebuked before a Special General Meeting. Should the Member repent, no further measures will be taken.

10.3.3.2 if the rebuked Member continues in his/her fault, 2 Thessalonians 3: 6, and 14-15 will be applied by suspending the Member from the Lord's Supper, leading in public prayer, engaging in any ministry in the Church and voting at meetings of the Church. During the application of this measure the Member must receive special encouragement and ministry from an Elder appointed by the Elders to do so. Should the Member repent, no further measures will be taken.

10.3.3.3 If the suspended Member fails to repent within a reasonable time, the matter will be brought to a Special General Meeting and, at the recommendation of the Elders, the termination of his/her membership of the Church may be confirmed by the Members present at such meeting. If the meeting passes the resolution, his/her membership will cease upon passing of the resolution and the Member's name will be removed from the membership roll. A Member whose membership has been terminated will continue to be treated with love, respect and courtesy and is not disqualified from re-applying for membership, or from attending Church services and participating in other aspects of Church activities, provided, however, that the Council may determine on reasonable grounds, to deny such person access to the Church services and other Church activities.

11 ADMINISTRATION

11.1 The Church will function through the agency of the Council, who must act in accordance with this Constitution and any rules decided upon by the Church in General Meetings or Special General Meetings, that are not in contravention of this Constitution. A

member of the Council must chair all meetings of the Church.

11.2 The Church will be represented to parties outside the Church by any two members of the Council, appointed by resolution of the Council for such purposes. Such members must act strictly in accordance with the mandate that the Council gives them.

11.3 Meetings of Members

11.3.1 The quorum for General Meetings will be 50% (fifty percent) of the Members at that time. The quorum for Special General Meetings will be 75% (seventy-five percent) of the Members at that time.

11.3.2 No business may be transacted, and no vote may be taken unless a quorum is present at the start of and during the course of the meeting. If a quorum is present at the start of the meeting, but during the course of the meeting the quorum is lost, then all business transacted and resolutions adopted up to the time when the quorum was lost will be binding, but the meeting must be adjourned in accordance with clause 11.3.3, as soon as the quorum is lost, and no further business may then be transacted or resolutions adopted thereafter.

11.3.3 If a meeting cannot be held or continued because the requisite quorum is not present, the meeting will be automatically reconvened for the same time and place 7 (seven) days later and the Members then present will constitute a quorum.

11.4 Annual General Meeting

11.4.1 The Annual General Meeting is a General Meeting held for the specific purposes of dealing with the matters referred to in clause 11.4.2. An Annual General Meeting must be held within a period of 3 (three) months after each of the Church's financial year ends.

11.4.2 At Annual General Meetings the following matters must be dealt with:

11.4.2.1 approval of the audited financial statements of the Church and its departments for the preceding Church financial year;

11.4.2.2 acceptance of reports submitted by the applicable leaders on the spiritual welfare and general activities of the Church, its ministries and departments;

11.4.2.3 ratification of departments and committees;

11.4.2.4 any other business for which due notice has been given and which, in the sole opinion of the Council may be decided upon by a simple majority vote. If the matter must, in the sole opinion of the Council, be decided by a higher percentage vote (and the Council must determine the percentage), the matter must be dealt with at a Special General meeting convened for the purpose. The Council's determination of the higher percentage will be final and binding on all parties concerned.

11.5 General Meetings

11.5.1 The Council may convene General Meetings to deal with any of the matters that are not reserved for a Special General Meeting.

11.5.2 The Church's auditor must be appointed at a General Meeting. The auditor may not be the Treasurer, the Bookkeeper or a Member of the Council;

11.6 Special General Meetings

11.6.1 The Council must convene a Special General Meeting to consider any of the following matters:

11.6.1.1 purchase, sale, lease, mortgage or encumbrance of immovable property or any portion thereof;

11.6.1.2 purchase, sale, lease, mortgage or encumbrance of movable property or any portion thereof, with a transaction value in excess of R20,000 (twenty thousand) rand;

11.6.1.3 amendment of this Constitution;

11.6.1.4 dissolution of the Church;

11.6.1.5 disciplining of a Member in terms of clause 10.3.3;

11.6.1.6 any matter that, in terms of this Constitution must be brought before a Special General Meeting;

11.6.1.7 any other matter that, in the discretion of the Council, requires special consideration.

11.7 Meetings Convened at Request of Members

11.7.1 The Council must convene a meeting of the Church upon the written request of

not less than 10% (ten percent) of the Members of the Church. Such request must:

- 11.7.1.1 be delivered by hand to any member of the Council;
 - 11.7.1.2 state the date on which the meeting is requested, which must be a date no less than 21 (twenty-one) days after the date on which the request was delivered to the member of the Council;
 - 11.7.1.3 clearly state the purpose for which the meeting is required, in sufficient particularity to enable the Council and Members to consider and properly prepare for the meeting.
- 11.7.2 When the Council receives the written request to convene a meeting, it will determine, in its sole discretion, whether to convene a General Meeting or a Special General Meeting. The Council's determination will be final and binding on all parties concerned.
- 11.8 Voting at Meetings
- 11.8.1 At all meetings every Member not under disciplinary prohibition to take part in the meeting will be entitled to speak and to vote at a meeting of the Church.
 - 11.8.2 Voting will be by a show of hands except where this Constitution requires a secret ballot, or a secret ballot is requested by any Member present at the meeting.
 - 11.8.3 Proxy votes will not be allowed, except if the Council determines otherwise.
 - 11.8.4 In the case of General Meetings and Annual General Meetings, motions will be carried by simple majority vote of those Members personally present, unless otherwise stated elsewhere in this Constitution.
 - 11.8.5 In the case of Special General Meetings motions will be carried by the vote of at least 75% (seventy five percent) of Members personally present, unless otherwise stated elsewhere in this Constitution or unless the matter must, in the sole opinion of the Council, be decided by a different percentage vote (and the Council must determine the percentage). The Council's determination of the different percentage will be final and binding on all parties concerned.
 - 11.8.6 In the case of equal votes being cast for any motion in a General or Annual General Meeting, the matter will be referred to the Council for re-consideration

and, when dealt with, will be re-submitted to the Church at a General Meeting.

11.8.7 For matters requiring voting by secret ballot, scrutineers elected by majority vote on a show of hands from the Members present at the meeting will count the votes cast and convey the result to the chairman of the meeting.

11.9 Notice of Meetings

Notice of all Church meetings will be given at the Church Services on at least two Sundays immediately prior to the Meeting.

12 FINANCE

12.1 The Church will be funded and supported by the voluntary giving of Members and friends of the Church and by such other method decided upon by the Members of the Church in General Meeting, subject to clause 12.11.

12.2 The Church's financial year will end on 31 December.

12.3 The financial statements of the Church must then be audited by an independent auditor in time for them to be reported on at the next Annual General Meeting.

12.4 The annual budget will be presented, discussed, amended (if deemed necessary), and will be authorised by Members at the Annual General Meeting.

12.5 The Church's budget will be approved by a simple majority of the Members present at an Annual General Meeting.

12.6 Any expenditure requirement (of value greater than R10,000 (ten thousand rand)) which may arise during the year and for which no provision has been made in the budget, must be approved by a simple majority of Members present at a General Meeting called where approval of the expenditure item has been explicitly included on the agenda.

12.7 The Council must manage the financial affairs of the Church in a proper and business-like manner.

12.8 The Council must institute procedures, whereby collection and payment of cash is recorded and signed for. The Bookkeeper must record the cash flow of the Church and the Treasurer must report on the finances of the Church, including its cash flow and status of current assets at the Annual General Meeting.

- 12.9 The Church will hold and operate bank account/s at registered commercial bank/s in accordance with the requirements of this Constitution and invest any surplus funds for the benefit of the Church, in an interest-bearing account with a registered financial institution.
- 12.10 The Treasurer must designate multiple bank account signatories (drawn from the Members).
- 12.11 The Church may not directly or indirectly promote the economic self-interest of any Member or officer of the Church, provided that the payment of reasonable remuneration to office bearers or employees for conducting the affairs of the Church to enable it to achieve its objectives is allowed. The Church will not be a profit-making venture. The Church may not distribute its funds directly or indirectly to any person except solely for the principle object for which the Church was established, which must be to carry on the public benefit activity of engaging in the practice of religion, in the manner as set out in this Constitution. The Church may not accept any donation that may be withdrawn by the donor for reasons other than the Church failing to meet the purposes and conditions of the donation. A donor may not impose conditions which will allow the donor or a Connected Person in relation to the donor to get some direct or indirect benefit from the use of the donation.

13 FINANCIAL PRACTICES

Duties of the Treasurer

- 13.1 The Treasurer will:
- 13.1.1 be responsible for all financial reporting needs of the Council and the members in terms of the Annual General Meeting, including the preparation of an annual budget;
 - 13.1.2 ensure that proper financial controls exist to ensure sound financial practice of the Church;
 - 13.1.3 draft the Church's annual financial statements;
 - 13.1.4 procure that the Church's annual financial statements are independently audited; and
 - 13.1.5 provide financial management reporting to the Council to enable the Council to

make informed decisions about the Churches' finances.

- 13.1 The Treasurer must have no signatory power for operation of the Church's accounts at financial institutions.

Duties of the Bookkeeper

- 13.2 The Council must appoint a Bookkeeper.

- 13.3 The Bookkeeper must:

13.3.1 maintain records of all transactions, including date, purpose, beneficiary, and account categorisation (normally for reporting purposes);

13.3.2 ensure that cash collected via Sunday offerings or any other means is counted and deposited;

13.3.3 pay authorised creditors and claimants in cash or via EFT as per requirement;

13.3.4 comply with accounting process requirements as determined by the Treasurer and the Council;

13.3.5 maintain and operate the Church's accounts with financial institutions.

13.3.6 ensure that:

13.3.6.1 the offerings following a Church service are counted by at least two persons acceptable to the Council, one of whom is normally the bookkeeper;

13.3.6.2 the money is removed from the collection bag only when both such persons are present;

13.3.6.3 the money is counted, and the totals recorded in the deposit book which is then signed by both such persons;

13.3.6.4 the cash is deposited or held for the payment of church business;

13.3.7 the Bookkeeper must review the monthly bank statements, identifying and recording any deposits made directly into the account.

- 13.4 Payment of cash is made for reimbursement for expense incurred on the Church's behalf by any Member, or for services provided (e.g. preaching). The recipient is required to sign a dated receipt slip which serves as a record and a basis for recording the expenditure.

- 13.5 Payment via EFT is done by the Bookkeeper using internet banking.
- 13.6 All payments must be authorised by the annual budget approved at the previous Annual General Meeting, or by the Council (via minute or email signed by two Council Members), or at a General Meeting or Special General Meeting.

14 CHURCH PROPERTY

- 14.1 The Church may hold property in its own name. All property which the Church may acquire, whether movable or immovable, will be held and administered solely for the furtherance of its objects and the propagation of its principles.
- 14.2 All immovable property owned or hereinafter acquired by the Church will be registered in the name of the Trustees of the Church. It is hereby declared that the Trustees of the Church will be the ~~same~~ Elders for the time being.
- 14.3 The Church will have power to purchase, sell, let or hire, exchange, transfer; receive by way of donation or otherwise, movable and immovable property. The Church will have power to borrow money with or without security in such manner as the Church in Special General Meeting may resolve, and to negotiate loans from banks or other similar institutions by passing mortgage and notarial bonds for registration with the proper authorities.
- 14.4 Any decision by the Church to purchase immovable property or to sell immovable property will be taken by way of a resolution passed at a Special General Meeting duly convened for that purpose.
- 14.5 The proceeds derived from the sale or other disposal of any immovable property of the Church will be applied and devoted to the furtherance of the purposes of the Church, in accordance with this Constitution. Such proceeds may not be transferred or given to any individual person(s) or entity(ies) in or outside of the Church, subject to clause 17.3.

15 DEPARTMENTS AND COMMITTEES

- 15.1 All departments of the Church will have terms of reference which must be submitted, through the Council, to the Church for approval and confirmation.
- 15.2 All proposed appointments to the departments and committees of the Church will be submitted to the Council for its prior approval. All such appointments must be ratified by the Church at the next Annual General Meeting.

15.3 All leaders of departments and committees must be Members.

16 AFFILIATION

16.1 The Members of the Church may from time to time decide on membership of, or association with, any organisations/affiliations/groups.

17 DISSOLUTION OF THE CHURCH

17.1 The Church may at any time be dissolved by a resolution of a majority of 51% (fifty one percent) of the Members present at a Special General Meeting which has been convened in accordance with this Constitution and after 3 (three) months' notice of motion has been given at a previous Special General Meeting.

17.2 The Church will cease to exist when:

17.2.1 the Church in Special General Meeting has resolved to dissolve the Church as contemplated in clause 17.1 and all matters relating to such dissolution will have been completed, and the affairs of the Church will have been fully wound up by the Council; or

17.2.2 when the Church has failed to hold worship services for a period of 3 (three) consecutive calendar months.

17.3 If, upon the dissolution of the Church, there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same will not be paid to or distributed among the Members of the Church or any other individual(s), but will be vested in another church elected by the Members at the meeting at which the dissolution of the Church is approved, which will hold and administer same as that church may deem best fitted to secure the furtherance of its objects and the propagation of its principles.

18 REVISION OF THIS CONSTITUTION

18.1 Any proposal to modify or alter this Constitution will be submitted in writing and will be considered only at a Special General Meeting, duly convened for such purpose. At such meeting the proposal will be discussed and be voted upon. If at least 75% (seventy-five percent) of the Members present vote in favour of the proposed revision, either in its original form or with such amendments as the meeting itself may make, the proposal will be brought to a second Special General Meeting for confirmation. This second

meeting will not take place earlier than two months after the first meeting. If at least 75% (seventy-five percent) of the Members then present vote in favour, the proposal will be carried.

18.2 The Church must submit a copy of any amendment to this Constitution to the Commissioner of the South African Revenue Services as soon as it has been affected.

18.3 This Constitution constitutes the whole agreement between the Members relating to the subject matter hereof. No amendment, alteration, variation, novation or consensual cancellation of this Constitution (including this clause 18.3), or addition thereto will be of any force or effect unless it is resolved in accordance with clause 18.1 above.

19 INDEMNITY

The Church officers will be fully indemnified against all actions, costs, charges, losses, damages and expenses which they or any of them will or may incur in the execution of their duties, except such as they will incur by their own wrongful action done intentionally or with gross negligence.

20 OFFICERS ARE NOT EMPLOYEES

Unless the Church resolves otherwise by a vote of 75% (seventy-five percent) of the Members present at a General Meeting, no officer of the Church will be an employee of the Church, and no employer-employee relationship will exist between any of them and the Church.

21 GENERAL

21.1 No waiver of, or failure, delay, relaxation or indulgence on the part of any Member or officer of the Church in exercising any power or right conferred on such person in terms of this Constitution will operate as a waiver of such right, unless it is expressed in writing and signed by the person giving the same, and it will be effective only in the specific instance and for the purpose given. No single or partial exercise of any such power or right will preclude any other or further exercises of that power or right in terms of this Constitution.

21.2 If a court declares a provision of this Constitution to be invalid, the validity of the other provisions remains unaffected. The Members must immediately deliberate in good

faith to replace the invalid provision with a valid provision that comes as close as legally possible to the intent of the invalid provision.

21.3 Any provision of this Constitution that contemplates performance or observance subsequent to termination or expiration of this Constitution, or which must necessarily continue to have effect after such expiration or termination, will survive the termination or expiration of this Constitution, notwithstanding that the provision itself does not expressly provide for this.

21.4 This Constitution supersedes and replaces all other constitutions adopted by the Church.