



Restoring Lives,
Restoring Hope.
through...

Restoration Outreach Care Kinship

CONSTITUTION OF:

THE ROCK CHRISTIAN CHURCH INC.

(CAPALABA)

1. Interpretation

- a. In this Constitution: "Assembly" means the Incorporated Body called 'The Rock' Christian Church;
- b. "Believer" means a Christian, that is, a person who has accepted Jesus Christ as their personal Lord and Saviour.
- c. "Bible" means God's inspired Word, in any accepted version, provided it is approved by the general Christian community;
- d. "Board" means the Board of Directors of the Assembly;
- e. "Church" means a group of believers gathered together for worship and fellowship, and is not to mean the structure where this gathering is held;
- f. "Elder" means the people appointed to assist the Senior Minister with spiritual and pastoral issues, pursuant to Schedule 2 Clause B; and, "Eldership" means those people acting in accordance with Schedule 2 Clause C;
- g. "Law" means the Associations Incorporation Act 1981;
- h. "Minister" means any member, whether ordained or not, who:
 - (i) Acts in the capacity and responsibility of what is generally considered to be a minister; and,
 - (ii) is recognized by the Board as such;
- i. "Senior Minister" means the Senior Minister of the Assembly, currently Pastor Peter Holmes;
- j. Expressions referred to in writing shall, unless the contrary appears from the context, be construed as including references to printing lithography, photography and other modes of representing or reproducing works in a visible form including digital form;
- k. Any references to the masculine are also to include references to the feminine, unless a contrary intention is implied or stated;
- l. All references to the singular are to include references to the plural, and vice versa, unless a contrary intention is implied or stated;
- m. Words or expressions, contained in these regulations shall be interpreted in accordance with the provisions of the Law, as in force at the date at which these regulations become binding on the Assembly;
- n. The Assembly is established for the purposes set out in Clause 2.

2. Objectives

- a. To preach and teach, and generally, to further the cause of the Gospel of the Lord Jesus Christ;
- b. To advance the Christian faith in Australia and any other nation of the world;
- c. To build up, extend, and renew the Christian Church;
- d. To meet for:
 - (i) The worship of God the Father, Son, and Holy Spirit;
 - (ii) The preaching and teaching of God's Word;
 - (iii) The administration of the sacraments, as follows:

- e. Baptism by full immersion in the name of the Father, and of the Son, and of the Holy Spirit, in respect of all those who have repented and believed on the Lord Jesus Christ (Matthew 3:13-16 & 28:19);
- f. The Lord's Supper or Holy Communion;
- g. The dedication of infants and children;
- h. The institution of marriage;
- i. Prayer for the sick, upon their request, with anointing of oil and laying on of hands by the Eldership (James 5:14-15);
- j. Funeral services as requested;
- k. To further propagate the Christian faith in Australia or elsewhere through:
 - (i) Evangelism;
 - (ii) Seminars;
 - (iii) The establishment of further churches or missionary works with similar objectives;
- l. To render spiritual oversight, care, and assistance (whether material or otherwise), and any other help that is deemed appropriate to meet the needs of church members, those associated with the church, and as far as practicable, to all persons everywhere;
- m. To make donations to, assist, undertake the oversight of, or in any way, co-operate with other churches, organizations, societies, or individuals having similar objectives;
- n. To provide such educational institutions or other programs, as will assist members to live whole and balanced lifestyles, and to be a blessing to the society in which we live, work, and minister;
- o. To be a co-operative fellowship of Christian Life Churches International, as defined in the Constitution of Christian Life Churches International;
- p. Further, this Constitution is intended to supersede the Constitution of 'Christian Life Church Wynnum Inc.'; and,
- q. The Assembly is intended to take over the assets, liabilities, activities and objectives of the current incorporated body, 'Christian Life Church Wynnum Inc.'

3. Doctrinal Basis

- a. The Assembly believes that the Holy Scriptures, commonly known as the Bible:
 - (i) Is the inspired Word of God;
 - (ii) Is an all sufficient rule and guide for faith, and practice of the Christian faith.
- b. As such, we, as believers, coming together as an Assembly, are encouraged and compelled to follow sound doctrine.

- c. The Assembly is, however, aware that creeds are not the primary basis of Christian fellowship, although they do form an integral part of any gathering of believers as a Church. Therefore, the following is not to be regarded as the complete revelation of biblical truth, but, only that it covers our present needs as to what we, as an Assembly, believe to be our fundamental doctrines.
- d. The Assembly, therefore, accepts, adopts, adheres to, and believes the following doctrinal basis:
- (i) We believe the Bible is the inspired and infallible Word of God (2 Timothy 3:15 & 16);
 - (ii) We believe in one God, eternally existent and uncreated in three persons - Father, Son and Holy Spirit (Deuteronomy 6:4; Matthew 28:19; Mark 12:29);
 - (iii) We believe that Jesus Christ is the Son of God and is part of the Godhead referred to in 2. above (John 1:1);
 - (iv) We believe in the virgin birth of Christ as prophesied in Isaiah 7:14 and fulfilled in Matthew 1:23 - 25;
 - (v) We believe that Christ's death upon the cross gave an atonement for all man's sin to those who receive Him (Mark 15:24 & 33 - 37; John 3:16; Romans 3:25);
 - (vi) We believe in the bodily resurrection and ascension of Christ (Romans 8:34; Mark 16:6 & 19; Luke 24:1 - 7 & 50 - 51; Acts 1:9 - 10);
 - (vii) We believe in salvation by grace through the blood of Jesus Christ (Romans 3:24 - 25; Ephesians 2:8 - 9);
 - (viii) We believe in baptism in water by full immersion for all believers (Matthew 3:13 - 16 & 28:19);
 - (ix) We believe in divine healing through the redemptive work of Christ on the cross (Isaiah 53:4 - 5; Matthew 8:16 - 17; James 5:14);
 - (x) We believe in the baptism by the Holy Spirit with the normal physical evidence of speaking in tongues (Acts 2:4 & 19:6);
 - (xi) We believe in the present day operation of the nine gifts of the Spirit as mentioned in 1 Corinthians 12;
 - (xii) We believe in the ministry gifts of Christ mentioned in Ephesians 4:11 - 12;
 - (xiii) We believe in the sanctifying power of the Holy Spirit which enables a believer to live a holy life (Hebrews 12:14; 1 Peter 1:15 - 16);
 - (xiv) We believe that Jesus Christ will return to earth in His glory as God the Son to judge the living and the dead. The righteous will enter into eternal life and the wicked into eternal punishment (Matthew 16:27 & 25:31 - 46; John 5:25 - 29; Acts 1:11, 10:42 & 24:15; 1 Corinthians 5:8 - 10; 2 Thessalonians 1:6 - 10; Revelation 20);
 - (xv) We believe in everlasting punishment for the wicked (Matthew 13:49 - 50; Luke 12:47 - 48; 2 Thessalonians 1:8 - 9; Romans 6:23, Revelations 20:11 - 15);
 - (xvi) We believe that Christ is the head of the Church;
 - (xvii) We believe that the only way to a knowledge of God is through Jesus Christ and through acceptance of Him as Lord and Saviour and full repentance from our sins (John 14:6);
 - (xviii) We believe that man is inherently corrupt due to the fall and can only be redeemed through faith in Jesus Christ (Romans 5:12).

4. Membership

- a. The membership of the Assembly consists of ordinary members and the number of ordinary members is unlimited. There is no other class of membership.
- b. Adherents as described in Schedule 1, Clause E are not members and as such do not enjoy the benefits of members.
- c. The membership of the Assembly is not required to pay a membership fee.
- d. Unless already a member at the time of adopting this Constitution, a person is eligible to be a member of the Assembly, when they apply and are approved for membership pursuant to this Constitution.
- e. A person who is not a member of the Assembly at the time of this Constitution being adopted must not be admitted to membership:

- (i) Unless they apply for membership as provided in Schedule 1;
 - (ii) Their admission as a member is approved by the Board.
- f. An application of a person for membership of the Assembly must be made, in writing, in the form and manner set out by the Board from time to time.
- g. The Board may wait until the next scheduled meeting after the receipt of any Application for Membership to determine whether to approve or reject the application. The Board must decide at the meeting whether to accept or reject the application. The method by which the decision is made and the criteria on which the decision is based is as stated in Schedule 1 and otherwise at the discretion of the Board.
- h. The Board must, as soon as practicable after the Board decides to accept or reject an application, give the applicant written notice of the decision.
- i. The Board must ensure that a Register of Members is maintained and kept up-to-date.
- j. The Register must include the following particulars of each member:
 - (i) The full name, residential and postal addresses and telephone number of the member;
 - (ii) The date of admission as a member;
 - (iii) The date of death, resignation or termination of the member;
 - (iv) Details of the termination or reinstatement of membership;
 - (v) Any other particulars that the Board requires.
- k. Any current member may ask to inspect the Register of Member by prior arrangement with the Secretary.
- l. The privacy of all members' details will be respected by the Board:
 - (i) Therefore, only the names of current members will be made available for inspection by other members;
 - (ii) No other details will be disclosed without prior permission of the member or members.

5. When Membership Ends

- a. A member may resign from the Assembly by giving written Notice of Resignation to the Secretary. When the period of notice stated by the member (if any) expires, the member ceases to be a member and the Secretary must record the date on which the member ceased to be a member in the Register of Members.
- b. Membership of the Assembly may be cancelled by the Board, if:
 - (i) The Board is of the opinion that a member no longer fulfills the requirements of membership outlined in Schedule 1 Clause B; or,
 - (ii) The member has ceased to attend Sunday meetings for at least three (3) months.
- c. The Board may, on the grounds set out above, by resolution, remove the name of a member from the Register of Members.
- d. The Board may, on the grounds set out above, by resolution, endorse the Register of Members to place a member on probation for such a period as it sees fit.
- e. Before the Board acts under the preceding two (2) sub-clauses, the Board must give the member a full and fair opportunity to show reason why the proposed decision should not be made and, in particular, must provide the member with:
 - (i) Fourteen (14) days notice of the Board meeting at which the matter is to be considered;
 - (ii) Notice of the proposed resolution;
 - (iii) Notice of any evidence to be considered by the Board; and,
 - (iv) An opportunity to make written submission to the Board in relation to this particular resolution and any other matter.
- f. If, after considering all representations made by the member, the Board decides to make a resolution under the preceding two (2) sub-clauses, the Secretary must give the member written notice setting out the resolution of the Board and the grounds on which it is based.
- g. There is no further right of appeal against termination of membership beyond the procedure outlined above.

6. Membership of the Board

- a. The members of the Board are known as Board Members or Directors.
- b. The Senior Minister is automatically a member of the Board by virtue of the position they hold.
- c. The Board consists initially of the Directors noted at the Board Meeting at which this Constitution was adopted. Up to three (3) positions on the Board (that of Senior Associate Minister, Secretary and Treasurer) will be held by Directors who are:
 - (i) Appointed as Directors pursuant to Clause 6 c. or Clause 10 a. (i);
 - (ii) Appointed to the stated position by a majority decision of the other members of the Board, after receiving a nomination to the relevant position from the Senior Minister;
 - (iii) The positions of Senior Associate Minister, Secretary and Treasurer, once filled, entitle the Directors filling those positions to indefinite terms, which continue until they are removed as Directors pursuant to this Constitution or by the operation of law;
 - (iv) The balance of Directors will be appointed for two (2) year terms with the option of a third year appointment, if all parties agree, or if extended by the Senior Minister;
 - (v) All Directors will be eligible for re-election by the Members pursuant to Clause 10 a. from time to time.
- d. The Members have the power to add or remove Directors in accordance with the principles set out in this Constitution.
- e. The Board has the power to, at any time, remove Directors including Directors who hold the positions of Senior Associate Minister, Secretary or Treasurer, by simple majority vote exercised in accordance with the principles set out in this Constitution.
- f. Further, the Board may add Directors by following the procedure in Clause 11 e.
- g. The members of the Board must be members complying with the requirements set out in Schedule 1.
- h. A person ceases to be a Director when that person:
 - (i) Ceases to be a Director by virtue of the Law;
 - (ii) Becomes bankrupt or makes any arrangement or composition with their creditors;
 - (iii) Becomes prohibited from being a Director of a Company by reason of any orders made under the Law;
 - (iv) Becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
 - (v) Is convicted of an indictable offence;
 - (vi) Resigns their office by notice in writing to the Board;
 - (vii) For more than three (3) months is absent without permission of the Senior Minister from meetings of the Board held during that period.
- i. The number of Directors will be not less than five (5) and not more than twelve (12).
- j. A Director removed from office has no right of appeal.

7. Appointment of Secretary

- a. The Board must appoint a Secretary for the Board who has the powers and obligations identified in this Constitution and the Law. The Secretary will also be a Director, and must be appointed in accordance with Clause 6 c.

8. The Position of Senior Minister

- a. The position of Senior Minister may only be made vacant through the resignation of the Senior Minister, or by the Board after they follow the procedures set out below. If the Board wishes to discipline or dismiss the Senior Minister, then they must follow the process set out below.
 - b. The Board may discipline or dismiss the Senior Minister only on the grounds that:
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- (i) He is involved in immoral or illegal behaviour; or,
 - (ii) He is involved in financial impropriety or some other financial misconduct or dealings which are prejudicial to the Assembly or to any other activities listed in Clause 2 of this Constitution; or,
 - (iii) He teaches or personally adopts doctrine which is inconsistent with the Statement of Faith set out in Clause 2 of this Constitution; or,
 - (iv) He is incapable of performing some or all of the duties of his position; or,
 - (v) He acts in a manner inconsistent with this Constitution.
- d. Before the Board can impose any discipline or act towards dismissal of the Senior Minister:
- (i) It must inform the Senior Minister to a reasonable extent of the issues which are alleged against the Senior Minister and give the Senior Minister a reasonable opportunity to answer those allegations, before the Board makes any decision about whether to discipline or dismiss the Senior Minister;
 - (ii) The Board must seek counsel from and consult with (but are not bound by the advice of) the Executive Body of the Council of Elders of Christian Life Churches International.
- e. After going through the process set out above, the Board has sole responsibility for recommending appropriate discipline (including dismissal if they consider that appropriate) to be applied to the Senior Minister. The Board must have regard to the terms of any Employment Agreement or similar document with the Senior Minister, as well as to the provisions of relevant legislation.
- f. After determining their recommendation as to appropriate discipline, the Secretary must call an Extraordinary General Meeting of the Assembly (with the special notice period of not less than two (2) weeks after the next worship service) and move a motion at that meeting to implement the recommended discipline.
- g. The decision of the Assembly at that Extraordinary General Meeting will resolve the issue of discipline for the Senior Minister.
- h. If the Senior Minister is aggrieved by the decision of the Board to call a meeting of the Assembly, or by the decision of that Assembly, he may appeal, within thirty (30) days, to the Executive Body of the Council of Elders of the Christian Life Churches International, by notice in writing to the Executive Body Secretary (A copy of this notice must also be given to the Assembly Secretary). The Assembly hereby delegates power to determine the appeal to that Executive Body and agrees to abide by its decision.
- i. In the event of an appeal, the expenses of the Executive Body of the Council of Elders, in determining the appeal, shall be met by the Senior Minister himself, unless resolved differently at the General Meeting of the Assembly. However, should an appeal be successful, he shall be reimbursed by the Assembly.
- j. Notice of the determination of the appeal shall be given to the Senior Minister and the Assembly Secretary. The Secretary shall refer the matter to the Board, who may in turn inform the Assembly Members.
- k. The Board and Elders, acting together, may unanimously appoint a replacement Senior Minister once the position is vacant. There is no other method possible for appointment of a Senior Minister.
- l. The Senior Minister is automatically appointed as a Director with an indefinite term and a Member of the Assembly and has the powers and obligations identified in this Constitution.

9. Appointment of other positions

- a. The Board may create other positions, may determine what qualifications are appropriate for those positions, and may allocate such duties and responsibilities to them, as it considers appropriate.

10. Powers of the Members in the General Meeting

- a. The Members may, by following the procedures for General Meetings set out in this Constitution:
 - (i) Appoint by simple majority vote whatever number of Directors to the Board as they consider appropriate (but within the minimum and maximum restrictions set out in the Law and this Constitution) for terms which are determined in accordance with Clause 6 c. unless the Members vary the Director's terms by resolution;

- (ii) However, the Members agree that (when a Senior Minister is appointed), they may not appoint any person as a Director unless that person has first been nominated for election as a Director by the Senior Minister.
- b. Remove Directors from the Board by simple majority vote, even if they have previously been appointed for a term expiring after the meeting at which the Members wish to remove the Director.
- c. The Members in the General Meeting may exercise all other powers available to them under the Law or this Constitution.

11. Powers of the Board

- a. The Members of the Board may exercise all such powers and do all such acts and things as are within the scope of this Constitution in the management and control of the activities, business and affairs of the Assembly subject to:
 - (i) Any act or thing that is required to be exercised or done by the Board in the General Meeting either by this Constitution or by statute; or,
 - (ii) Any statute or regulation from time to time made by the Assembly in the General Meeting.
- b. The Board may at any time and from time to time make any rules and regulations in pursuance of its powers provided that:
 - (i) Such rules and regulations must be approved by the Senior Minister and consistent with this Constitution;
 - (ii) Any such rules or regulations may be altered or revoked by the Members in the General Meeting;
 - (iii) All such rules and regulations must be registered by the Secretary with the Office of Fair Trading in accordance with the Associations Incorporation Act before becoming legally effective.
- c. The Board may fill any casual vacancy caused by a person ceasing to be a Director by resolving, by simple majority, to appoint a replacement Director. Any director appointed in this manner may only be appointed for a term, which expires at the next Annual General Meeting of the Assembly. Directors appointed by this method cannot be elected by the Board to fill the positions of Senior Associate Minister, Secretary or Treasurer. Where the Board does not have at least the minimum number of Board members contemplated by Clause 8 i. The Board may not take any action until:
 - (i) It has appointed further Directors to fill casual vacancies; or,
 - (ii) The Members appoint sufficient Directors; or,
 - (iii) A combination of both so that the Board does have at least the minimum number of Board members contemplated by Clause 8 i.
- d. Ecclesiastical Matters **Vs** Business Matters
 - (i) All ecclesiastical matters relating to the spiritual health of the church conducted by the Assembly, matters of doctrine and interpretation, matters of spiritual ordinances for the church, direction of Ministry, leading and discernment for initiating or terminating of Ministry activities, and any other matters reasonably connected to spiritual leadership shall be the sole prerogative of any Senior Minister appointed by the Assembly, assisted by the Eldership and shall not be subject to the collective decision of the Board. The Senior Minister is also responsible for decisions about the employment and termination of all staff, including Ministry staff.
 - (ii) The Board's specific responsibilities are those concerned with matters of finance and facilities and the business matters of the Assembly and those otherwise reserved to the Board by this Constitution.
 - (iii) The Board must ensure the safe custody of books, documents, instruments of title and securities of the Assembly.

12. Powers of Senior Minister

- a. The Senior Minister may call a General Meeting of the Board without needing the support of another Director.
- b. The Senior Minister may appoint Elders to assist him, in accordance with the principles set out in Schedule 2. The Senior Minister must act in accordance with Schedule 2.

13. Proceedings of the Assembly

- a. The Assembly shall cause true and accurate Minutes to be made:
 - (i) Of all appointments of officers including any Chairman of any meeting;
 - (ii) Of names of people present at all meetings of the Assembly and of the Board;
 - (iii) Of all proceedings at all meetings of the Assembly and of the Board.
- b. Provided such minutes are true and accurate, such Minutes shall be signed by the Chairman of the next succeeding meeting of that type verifying their accuracy.
- c. The Board may meet together for the dispatch of business, adjourn and otherwise regulate its meetings, as it sees fits. Two (2) Directors acting together may at any time, and the Secretary must, on the requisition of the two (2) Directors summon a meeting of the Board, provided reasonable notice is given to every Director.
- d. Subject to these regulations, questions arising at any meeting of the Board shall be decided by a majority of votes and a determination by a majority of the Directors shall for the purposes be deemed a determination of the Board.
- e. The quorum necessary for the transaction of the business of the Board shall be one-half of the total number of Directors appointed plus one and the quorum must be present at all times during the meeting.
- f. A Director shall not vote in respect of any contract or proposed contract with the Assembly in which that person is interested or any matter arising there out of, and if that person does so, their vote shall not be counted.
- g. All acts done by any meeting of the Board or by any person acting as a Director shall, notwithstanding, that it is afterwards discovered that there is some defect in the appointment of any such Director or person acting as aforesaid, or any of them were disqualified, be as valid as if every person had been duly appointed and was qualified to be a Director.

14. General Meetings

- a. Annual General Meetings
 - (i) The Assembly must hold an Annual General Meeting at least once in each calendar year and within four (4) months after the end of its financial year.
 - (ii) All General Meetings other than the Annual General Meeting are called Extraordinary General Meetings.
 - (iii) At each Annual General Meeting, the Board must provide the meeting with the financial report, the Directors' report and the Auditor's report for the financial year that ended most recently before the Annual General Meeting.
 - (iv) The Chair of the Annual General Meeting must allow a reasonable opportunity for the Members as a whole at the Meeting to ask questions about, or make comments on, the management of the Assembly.
- b. Convening Meetings
 - (i) An Extraordinary General Meeting may be convened by the Senior Minister, or by any two (2) Directors whenever they consider it appropriate after consultation with the Senior Minister.
 - (ii) The Secretary is responsible for advising all Members (and Directors) of General Meetings.
 - (iii) Notice of General Meetings must be given to a Member or Director;
 - A. Personally;
 - B. By posting to the mailing address for the Member in the Register of Members or to an alternative address (if any) nominated by the Member; or,

- C. By sending it to the fax number or electronic (eg e-mail) address (if any) nominated by the Member; or,
- D. By affixing a Notice of a General Meeting to a notice board in the Church premises and announcing it from the pulpit during a Sunday service of worship. For clarity, if the notice is only given in this manner, both the announcement and the affixing of the Notice must occur before any Notice period required for the General Meeting begins. The Members specifically agree that notification in this manner is sufficient notification to them, notwithstanding that any particular member may be absent at the time when any announcement is made.
- E. By any other method agreed by the Members in the General Meeting.
- F. Notice of General Meetings must clearly state the nature of the business to be discussed at the meeting.
- G. The Secretary must ensure that the Minute book for each General Meeting is open, at all reasonable times, for inspection by any member who has previously applied to the Secretary for this inspection.

15. Right of Members to call an Extraordinary General Meeting

- a. The Directors must call and arrange to hold an Extraordinary General Meeting on the request of:
 - (i) Members representing at least 5% of the votes that may be cast at the general meeting; or,
 - (ii) At least 10 Members who are entitled to vote at the General Meeting;
 - (iii) The request must:
 - A. Be in writing;
 - B. State any resolution to be proposed at the meeting;
 - C. Be signed by the Members making the request;
 - D. Be given to the Secretary or any Director.
- b. The Board must call the Meeting within 21 days of the request being given to the Secretary or the Board. The Meeting is to be held not later than two (2) months after the request has been given to the Secretary or any Director.

16. Proceedings at General Meetings

- a. All members must endeavour to resolve disputes arising at a General Meeting in accordance with the principles set out in Schedule 1 Clause F.
- b. No business may be transacted at any General Meeting unless a quorum of Members is present at the time when the meeting proceeds to business.
- c. The quorum for a meeting of the Members is one-half of the Members recorded in the Register of Members (rounded up to the next whole number) plus one.
- d. A Member may vote and, on a show of hands, every person present who is a Member shall have one vote and, on a poll, every Member present in person shall have one vote. All issues will be decided by a simple majority vote unless this Constitution or the Law requires a different majority. Any motion relating to the purchase, sale, lease, mortgage or similar dealing with real property may only be passed if supported by sixty percent (60%) of votes.

17. Proxies

- a. A Member of the Assembly who is entitled to attend and cast a vote at a meeting of the Assembly's Members may appoint a person as the Member's proxy to attend and vote for the Member at the meeting.
- b. The appointment may specify the proportion or number of votes that the proxy may exercise.
- c. Each Member may appoint a proxy. If the Member is entitled to cast two (2) or more votes at the Meeting, they may appoint two (2) proxies. If the Member appoints two (2) proxies and the appointment does not specify the proportion or number of the Member's votes each proxy may exercise, then each proxy may exercise half the votes.

- d. Any fractions of votes resulting from the application of the previous two (2) clauses are to be disregarded.
- e. A proxy appointed to attend and vote for a Member has the same rights as the Member:
 - (i) To speak at the meeting;
 - (ii) To vote (but only to the extent allowed by the appointment);
 - (iii) To join in the demand for a poll.
- f. An appointment of proxy is valid if it is signed by the Member of the Assembly making the appointment and contains the following information:
 - (i) The Member's name and address;
 - (ii) The Assembly's name;
 - (iii) The proxy's name or the name of the office held by the proxy; and,
 - (iv) The meeting date at which the appointment may be used.
- g. For an appointment of a proxy for a General Meeting to be effective, the following documents must be received by the Secretary before the meeting:
 - (i) The proxy's appointment;
 - (ii) If the appointment is signed by the Appointor's Attorney - the authority under which the appointment was signed or a certified copy of the authority.

18. Accounts

- a. The end of the financial year for the Assembly is 30 June of any calendar year. The Board shall cause proper Accounting and other records to be kept as required by Law.
- b. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments and all receipts from any of the aforementioned, paid to the Assembly shall be signed, drawn, accepted, endorsed or otherwise executed, as the case may be, by the Treasurer and any other Director or in such other manner as the Board from time to time determines. The Board has determined that a non-Director appointed to an employed staff position as Administrator can be made a signatory for these purposes.
- c. The Board must report to the Members for a financial year by sending Members copies of:
 - (i) The financial report for the year;
 - (ii) The Directors Report for the year;
 - (iii) The Auditor's Report for the financial year; or,
 - (iv) Sending Members a concise report for the year that complies with this Constitution.
- d. The concise report for a financial year consists of:
 - (i) A concise financial report for the year drawn up in accordance with the Accounting Standards prescribed by the Law;
 - (ii) The Directors Report for the year;
 - (iii) A statement by the Auditor:
 - A. That the financial report has been audited; and,
 - B. Whether, in the Auditor's opinion, the concise financial report complies with the Accounting Standard required by the Law.
 - (iv) A copy of any qualification in, and of any statements included in the 'Emphasis of Matter' section of the Auditor's Report of the financial report; and,
 - (v) A statement that the report is a concise report and that the full financial report and Auditor's Report will be sent to the Member free of charge if the Member asks for them.
- e. The Board shall from time to time determine the time and place, and under what conditions or regulations the accounting and other records of the Assembly, shall be opened to inspection by Members not being Directors.

19. Audit

- a. A properly qualified Auditor or Auditors shall be appointed and his or their remuneration fixed and duties regulated in accordance with the Law.

20. Common Seal

- a. The Board must ensure the Association has a Common Seal.
- b. The Common Seal must be:
 - (i) Kept securely by the Board of Management; and,
 - (ii) Used only under the authority of the Board of Management.
- c. Each instrument to which the Seal is attached must be signed by a member of the Board of Management and countersigned by:
 - (i) The Secretary; or,
 - (ii) Another member of the Board of Management; or,
 - (iii) Someone appointed by the Board of Management.

21. Application of Income and Assets

- a. The Income and Assets of the Assembly, from whatever source it may be derived, must be applied exclusively to the promotion of the objectives of the Assembly as set out in Clause 2 and no portion thereof may be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise, to the Members of the Assembly **PROVIDED THAT** nothing herein contained shall prevent the payment in good faith of remuneration to any officers, employees or servants of the Assembly, or to any Member of the Assembly in return for any services actually rendered to the Assembly, or for goods supplied in the ordinary and usual way of business, nor prevent the payment of interest at a rate not exceeding the rate for the time being charged by bankers in Brisbane for overdrawn accounts on money borrowed from any Member of the Assembly, or reasonable and proper rent for premises demised or let by any Member of the Assembly.
- b. Every Director, Secretary and other officers for the time being of the Assembly shall be indemnified out of the assets of the Assembly against any liability arising out of the execution of the duties of his office which is incurred by him / her in defending any proceedings whether civil or criminal on which judgement is given in his / her fare, or in which he / she is acquitted, or in connection with any application under the law in which relief is granted to him / her by the Court in respect of any negligence, default of duty or breach of trust.
- c. Every Member of the Assembly undertakes to contribute to the assets of the Assembly in the event of its being wound up during the time he / she is a Member or within one (1) year afterwards for payment of the debt and liabilities of the Assembly contracted before the time that which he / she ceased to be a Member and of the costs, charges and expenses of such winding up and for the adjustment of the rights of the contributors amongst themselves such amounts as may be required not exceeding Ten Dollars (\$10.00).
- d. If on the winding up or dissolution of the Assembly, there remains after the satisfaction of all debts and liabilities, any property whatsoever, the same must not be paid to or distributed among the Members of the Assembly but must be given or transferred to some other institution or institutions which prohibits the distributions of its or their income and property among its or their members to an extent, at least as great, as is imposed on the Assembly. Such institution or institutions must be determined by the Members of the Assembly at or before the time of dissolution and in default thereof, by a Judge of the Supreme Court of Queensland, and insofar as effect cannot be given to the aforesaid provision, then to some charitable object meeting the requirements of Division 30 of the *Income Tax Assessment Act 1997* of the Commonwealth of Australia.
- e. True accounts shall be kept of the sums of money received and expended by the Assembly and the matters in respect of which such receipt and expenditure take place and of the property, credits and liabilities of the Assembly and subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the time being of the Assembly shall be opened to the inspection of Members. Once in every year at least, the accounts of

- the Assembly shall be examined and the correctness of the Balance Sheet ascertained by one or more properly qualified independent Auditor or Auditors.
- f. The Constitution of the Assembly must not be altered unless:
- (i) A special resolution is approved, in writing, by the Board and then passed by the Members at a General Meeting;
 - (ii) Any amendment must not contravene the *Associations Incorporation Act 1981*;
 - (iii) The Office of Fair Trading must be notified, in writing, before any amendment becomes valid;
 - (iv) This clause may not be altered or omitted from the Constitution of the Assembly.
- g. The liability of the Members is limited by guarantee.

Principles of Membership

A. Explanation

1. Entrance into the Church of Jesus Christ is by an experience in which a person comes into a direct relationship with Jesus. All Believers immediately become members of Christ's universal Church through their acceptance of Him. Believers also are adopted into God's family and become sons and daughters of God and joint heirs with Christ (Galatians 4:5-7).
2. Believers then have the privilege to belong to a local group of Believers, called in the Scriptures, a Church.
3. Membership involves acknowledging the Assembly as one's spiritual home. This then creates the opportunity for an interchange of love, ministry, and responsibility to take place. It is a commitment by the leadership of the Assembly to the Lord and the people; and a commitment by the people in the Assembly, to the Lord and leadership.

B. Requirements of Members

1. The Board may grant an application for membership if such applicant:
 - a. Is born again by the spirit of God (John 3:3 & 16);
 - b. Is baptized in water;
 - c. Is either:
 - (i) Filled with the Spirit and speaking in tongues according to Acts 2:4; or,
 - (ii) Desires to be filled with the Spirit;
 - d. Agrees with the doctrinal basis outlined in Clause 3;
 - e. Supports the Assembly with their tithes, offerings, prayers and their talents given by God for the advancement of His kingdom (Malachi 3:8-10);
 - f. Seeks God for their part in the life and ministry of the Assembly;
 - g. Desires to follow the direction of, and submit to the oversight of, the Assembly (Hebrews 13:17);
 - h. Lives a consistent Christian life.
 - i. Seeks to maintain a loving relationship with fellow believers within the body whereby any dispute or offence will be dealt with by accordance to the scripture (Matthew 5:23-24; 18:16-17)

C. Application for Membership

1. The applicant must have attained the age of sixteen (16) years.
2. The applicant must apply, in writing, to the Board of the Assembly; using any form provided by the Assembly for that purpose.
3. The applicant must, if he / she is still a member of another church, comply with the requirements of that Church to cancel his / her membership.
4. The application must be considered by the Board, which may take into account any other source of information it desires, including consultation with the applicant's previous Church, if one was attended. The decision of the Board is final.
5. The applicant shall meet any other conditions that may be required by the Board from time to time.

D. Staff Membership

1. All salaried full-time and part-time Assembly staff, and their spouses, must apply for membership, if requested to do so by the Board.

E. Adherents

1. It is recognized that there are adherents who attend and desire to fulfil the Scriptural pattern of fellowship in the Assembly, and who are committed to its ministry and activities, and honour and respect the Assembly's leadership.
2. Adherents, who desire to be actively involved, shall be those who also fulfill the conditions of membership as discussed in Schedule 1 Clause B., and are willing to share the responsibility of the work and ministry of the Assembly but who have not yet been approved as members.

F. Disputes Between Members

1. Any dispute between members must be settled, if possible, between the members concerned.
2. Failing the above, the matter must be discussed before the Eldership, or witnesses appointed by the Eldership.
3. Any decision by the Eldership shall be final and may include the appointment of an independent Arbitrator to work out an equitable and just solution.

Elders' Qualifications, Appointment and Duties

A. Determination of the Eldership

1. The following qualities are desirable in Elders:
 - a. A perception of the leadership, not as position, title, power, authority, respect or privilege, but as an obligation to serve and the self-sacrificing of time, talents, and treasures (Mark 10:37 & 42 - 45);
 - b. A demonstrated fullness of the Holy Spirit, of faith, and of wisdom (Acts 6:3,5);
 - c. Personal transparency of life and character, and loyalty to the Senior Minister (Mark 3:14 & 15);
 - d. Trustworthiness, with the ability to resist being bribed or bought (Exodus 18:21);
 - e. Ability and respect, maturity in the faith, with proven ministry capacity (1 Timothy 3:2 - 7);
 - f. Willingness to be judged by strict standards and to accept reproof (James 3:1, 2 Samuel 12:1 - 13);
 - g. Love for people and for Jesus, without desire to benefit personally at the expense of the sheep (Ezekiel 34:1 – 10; John 21:17);
 - h. Willingness to work as a team and to help one's associates succeed (Philippians 2:3 - 4);
 - i. Unity between husband and wife, who must both sense the call to leadership of the Assembly (1 Timothy 3:4);
 - j. Complying with the requirements set out in 1 Timothy 3:1 - 13 & 5:17 – 25;
 - k. The qualities stated in Clause 3 of the Constitution.

B. Appointment of Elders

1. Elders shall be appointed at the sole discretion of the Senior Minister.
2. The Senior Minister will advise the Assembly of the appointment of an Elder within two (2) weeks of such appointment.
3. The Senior Minister may nominate Pastors or Laymen to a position of Elder.
4. There is no prohibition on women being nominated by the Senior Minister to a position of Elder, provided all the requirements of Schedule 2 Clause A. are met.

C. Duties of an Elder

1. The Eldership assists the Senior Minister, and any other staff of the Assembly, in relation to ecclesiastical matters relating to the spiritual health of the Church conducted by the Assembly and any other matters reasonably connected to spiritual leadership.
2. The Eldership are commended to exercise far greater care and diligence in carrying out their duties than that which is required by Company Directors, as any lessening of this duty may open the Assembly and the Christian Community at large to public criticism, abuse, and uninvited and unwanted investigation.

D. Termination

1. If, in the opinion of the Senior Minister, an Elder for any reason no longer qualifies for such appointment, the Senior Minister may terminate the appointment of that person as Elder, as well as terminating their employment or appointment, immediately.