

All Nations Baptist Church
Incorporated

(A Member Church of the Baptist Churches of South Australia Incorporated)

CONSTITUTION

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1 Name

The name of the incorporated association is All Nations Baptist Church Incorporated, referred to herein as “the Church”.

2 Definitions

In this Constitution:

- (a) “**the Act**” means the *Associations Incorporations Act 1985 (SA)* as amended from time to time.
- (b) “**Annual General Meeting**” means the annual general Members Meeting of the Church required to be held pursuant to Rule 14.1 (b) below.
- (c) “**BCSA**” means the Baptist Churches of South Australia Incorporated.
- (d) “**the Church**” means All Nations Baptist Church Incorporated.
- (e) “**Member**” means a person who is a Member of the Church in accordance with Rule 8 below and “**Membership**” has a corresponding meaning.
- (f) “**Members Meeting**” means a meeting of the Members called and held in accordance with Rule 14 below.
- (g) “**Prescribed Church**” means a church that had gross receipts, excluding membership subscription, in excess of \$500,000 in the previous financial year.
- (h) “**Special Members Meeting**” means a Members Meeting of the Church called and held pursuant to Rule 14.2 below.
- (i) “**Treasurer**” means the person elected to the role of Treasurer from time to time pursuant to Rule 13 below.
- (j) “**Secretary**” means the person elected to the role of Secretary from time to time pursuant to Rule 12 below.
- (k) “**Administrator**” means the person who undertakes the day to day administrative affairs of the church pursuant to Rule 11 below. This is typically a paid position.

3 Affiliation

The Church is a member church of the BCSA.

4 Statement Of Faith

In addition to the following Statement Of Faith, the Church also upholds the Foundational Values of the BCSA.

Jesus Christ, our Lord and Saviour, is the sole and absolute authority in all matters of faith and practice. These are revealed in and through the divinely inspired Scriptures, both Old and New Testaments. In worship of Jesus our Lord and in accordance with Holy Scripture, this Church declares its belief in:

- (a) *Triune God: Father, Son and Holy Spirit and their love for all creation.*
- (b) *The sovereignty and power of God as Creator, Sustainer and Future of the Universe.*
- (c) *The Deity of our Lord and Saviour Jesus Christ, God manifest in the flesh.*
- (d) *That all people are created in God’s image and all have sinned.*

- (e) *The perfect life and atoning death of our Lord Jesus Christ, who was raised from the dead and ascended to the position of all authority and power for our salvation.*
- (f) *The convincing and regenerating work of the Holy Spirit, who causes sinful people to understand their lost condition, repent and believe in Jesus Christ as Saviour and Lord.*
- (g) *The sanctifying grace of God which enables a believer to press on to spiritual maturity and likeness to Christ.*
- (h) *The return in person of Jesus Christ in power and glory, and His judgement of all people.*
- (i) *The resurrection and eternal blessedness of those who belong to Christ.*

This Church further declares its belief that:

- (a) *The Lord Jesus Christ is the Supreme Head and Ruler of His universal church, which is the world wide body of people who have repented of their sin and put their trust in Him as Saviour and Lord.*
- (b) *The local church, the gathered body of believers in a given community, governed by Jesus Christ and guided by the illumination of the Holy Spirit, has the liberty and responsibility to interpret, preach and administer the will of Christ in all matters of faith and practice as revealed in Scripture.*
- (c) *Two ordinances have been given to the Church by explicit command of Jesus Christ, namely:*
 - i. *Baptism, being immersion in water into the Name of the Father, Son and Holy Spirit, of those who have professed repentance towards God and faith in our Lord Jesus Christ.*
 - ii. *The Lord's Supper, in which those who have professed faith in the Lord Jesus Christ take bread and cup in an act of remembrance of the death of Christ.*
- (d) *Jesus Christ has commissioned His church to evangelise the whole world. Each Member then, has a duty to bear witness to the Gospel of Christ in daily life and to share in the wider task of reaching the world as opportunity presents itself.*

5 Aims and Objectives

The Church accepts the following Aims and Objectives:

- (a) To proclaim the Gospel of our Lord and Saviour Jesus Christ, leading those who repent and believe in Him for salvation into Membership in the local church.
- (b) To instruct people of all ages in the Word of God and its implications for daily living.
- (c) To encourage and train believers in the employment of their gifts and talents in the service of Christ.
- (d) To engage in and encourage regular public worship of God.
- (e) To provide a fellowship where the love of Christ is expressed through mutual understanding, encouragement, service, forgiveness and practical care.
- (f) To support the work of the wider fellowship of the church through the BCSA, and any other bodies and agencies which the Church deems appropriate.
- (g) To express the love of God in practical ways to those in need.

6 Powers

6.1 Powers conferred by the Act

Subject to this Constitution, the Church will have all the powers conferred by Section 25 of the Act.

6.2 Additional powers

The Church may undertake all lawful things which are incidental or conducive to the attainment of all or any of the above aims and objects and, without in any way limiting the generality of this Rule, the Church will have the power to appoint and/or employ Pastors and other staff necessary to carry on the objects of the Church and to dismiss or suspend any employees.

7 Government

The government of the Church will be vested in the Members, who will have full power to manage its affairs and to determine any matter not otherwise specifically provided for in the Constitution. Meetings of Members will be conducted for these purposes in accordance with this Constitution.

8 Membership

8.1 Eligibility for Membership

A person is eligible for Membership of the Church by baptism or by the Church's recognition of their prior baptism. It must be made clear to a Members Meeting (refer also to Rule 8.4 below) that the person:

- (a) Has made their own free decision to commit themselves to Christ and to the Church;
- (b) Has participated in appropriate Membership preparation; and
- (c) (i) Has been baptised as a testimony of their own faith in and commitment to Jesus Christ as Lord and Saviour;
or
(ii) Has been baptised according to the rites of another Christian church and is about to make public profession of their faith in and commitment to Jesus Christ as Lord and Saviour, as an affirmation of their baptism, and is able to affirm the normative nature of believer's baptism.

8.2 Becoming a Member

A person is a Member of the Church if:

- (a) the person is accepted into Membership by a resolution of the existing Members at a Members Meeting; or
- (b) the person is appointed as a Pastor of the Church,

and their name has not subsequently been removed from the Membership Roll in accordance with this Constitution.

8.3 Consideration by Church Leadership

All applications for Church Membership will be considered by the Church Leadership regarding the suitability of such person(s) in accordance with Rule 8.1 above.

8.4 Notice of recommendation for Membership

Notice of a recommendation for an applicant to be accepted into Membership will be given to Members at least two weeks prior to a Members Meeting at which the recommendation will be put to Members by the Senior Pastor or a member of the Church Leadership that the person be accepted into Membership.

8.5 Preparation for Membership

Persons entering Membership will undertake a suitable course of preparation for Membership.

8.6 Transfers of Membership

In the case of application for Membership by a person transferring from another church, the Secretary will, where possible, obtain from the applicant's previous church a transfer or letter of recommendation.

8.7 Expectations of Members

Every Member of the Church will be expected to:

- (a) Bear witness to the gospel of Christ and, because of the sinfulness of man, share in the evangelisation of all the world in order that the Holy Spirit may bring about the regeneration of mankind through the atoning death of Christ;
- (b) Take a practical interest in all the Church's mission work, both at home and abroad, through regular attendance, participation in prayer and active service in the life of the Church; and
- (c) Contribute financially regularly, according to ability and with regard to the Biblical principle of first fruits, to the support of the Church.
- (d) Attend all Members Meetings, unless unable to do so

8.8 Minors eligible for Membership

A person who is under the age of 18 years of age is eligible to be admitted to Membership of the Church but will not have voting rights until reaching the age of 18 years.

8.9 Membership Roll

- 8.9.1 A roll of all the Members of the Church (“Membership Roll”) will be maintained by the Secretary and reviewed at least annually by the Church Leadership.
- 8.9.2 The name of any Member who, without satisfactory reason, has ceased to attend services for a period of at least six months may be removed from the Membership Roll by a resolution of the Members upon the recommendation of the Church Leadership. Where the Church Leadership proposes to remove a person from the Membership Roll and it is practicable, a notice of intention to do so will be sent to the person.

8.10 Reserve Roll

- 8.10.1 Members, who through distance or other reason are not attending the Church regularly (save for Members who the Church Leadership considers are nevertheless actively engaged in the mission of the Church) may be transferred to a Reserve Roll by the Church Leadership. Notification of such transfer is to be given to the Member in question where possible and such Members will be requested to maintain as close an association with the Church as practicable.
- 8.10.2 Members on the Reserve Roll will not retain voting rights at Members Meetings.
- 8.10.3 A person may be transferred from the Reserve Roll back to the Church Membership Roll at the discretion of the Church Leadership.

8.11 Resignation of Member

Any person who wishes to resign from Membership may do so in writing to the Secretary. Upon receipt of such written notice the Church Leadership will remove the person’s name from the Membership Roll.

8.12 Resignation, transfer or change in status

- 8.12.1 Notification of any resignation, transfer or change in status will be given at the next regular Member’s Meeting.
- 8.12.2 At the time the Church Leadership transfers the name of a Member to the Reserve Roll, accepts the resignation or transfer of any Member or the Church Leadership or the Members expel a person from Church Membership in accordance with Rule 8.13 below, such person will no longer be eligible to hold any office within the Church or to vote at Members Meetings.

8.13 Discipline of Members

- 8.13.1 The role of Church Leadership
 - (a) The Church Leadership will investigate the circumstances of all cases where a Member, by any practice inconsistent with the teaching of the New Testament, causes dissatisfaction in the minds of the other Members or whose conduct is discreditable or injurious to the interests of the Church.
 - (b) Subject to giving the Member an opportunity to be heard or to make a written submission, the Church Leadership may resolve to suspend or expel a Member whose conduct is discreditable or injurious to the interests of the Church.
 - (c) Before any Member is suspended or expelled, they shall be given particulars of the charge against them at least 28 days before the meeting of the Church Leadership at which the matter is to be determined.
 - (d) The determination of the Church Leadership shall be notified to the Member in writing and, in the event of a determination that the Member be suspended or expelled, the Member will (subject to Rule 8.13.2 below) cease to be a Member, or will be suspended from Membership for the period nominated,

from the date 14 days after the Member has been notified in writing of the Church Leadership's determination.

- (e) If the Member is part of the Church Leadership, then all relevant actions need to be taken as per the BCSA Code of Ethics (or equivalent document).

8.13.2 Appeal to Members Meeting

- (a) A Member suspended or expelled by the Church Leadership pursuant to Rule 8.13.1 above may appeal to the Church at a Members Meeting against the suspension or expulsion. The intention to appeal must be communicated to the Secretary in writing within 14 days after the Member has been notified in writing of the Church Leadership's determination.
- (b) In the event of an appeal under paragraph ((a) above, the suspension or expulsion will not take effect unless the determination of the Church Leadership to suspend or expel the Member is upheld a two thirds majority vote at a Members Meeting after the appellant has been heard and, in that event, the appellant will cease to be a Member, or will be suspended from Membership for the period nominated, from the date of that Members Meeting.

9 Church Leadership

9.1 Composition

The Church Leadership will comprise the Senior Pastor (ex officio) and spouse (if applicable, ex officio) (if there is a Senior Pastor), Secretary, Treasurer plus no less than two additional elected Members.

9.2 Eligibility for Church Leadership

Elected Church Leadership members will have been actively involved in the life of the Church for at least twelve months and be a Signed Member prior to their election and shall be willing to comply with the BCSA Code of Ethics (or equivalent document). They will be selected according to their individual gifts, skills and moral character.

9.3 Nominations & Elections for Church Leadership

- (a) Members of the Church Leadership (other than the Senior Pastor and spouse) will be elected by Members at the Annual General Meeting or, in the case of casual vacancies, at any Members Meeting in accordance with Rule 9.4 below (which Annual General Meeting or other Members Meeting is referred to in this clause 0 as the "**Election Meeting**").
- (b) Notice of any vacancy, other than a casual vacancy, shall be given at least six (6) weeks prior to the Election Meeting.
- (c) No nomination shall be accepted unless:
 - i. The nominee has confirmed that they have received and properly considered the relevant information; and
 - ii. The nominee complies with all requirements of clause 9.2 above
 - iii. The nominee has discussed their nomination with a member of the Church Leadership
 - iv. The nomination is signed by the nominee and one (1) other Member as well as a member of the Church Leadership in support of the nomination at least three (3) weeks before the Election meeting; and
 - v. The position of Office that the nominee is nominating for is clearly set out in the application

9.4 Casual vacancies

Casual vacancies may be filled by the Members at any time. Any person so elected will hold office only for the unexpired term of a person vacating the office.

9.5 Chairperson

The Chairperson of the Church Leadership will be elected annually (or from time to time in the event of a vacancy) by the Church Leadership members from within the elected membership of the Church Leadership. There is no limit to the number of terms a person can be elected to this position.

9.6 Term & Re-election

- (a) Members of the Church Leadership (other than the Senior Pastor and spouse) will be elected for a term that expires at the second Annual General Meeting after their election.
- (b) Members of the Church Leadership (other than the Senior Pastor) can be elected for a maximum of three terms, after which they must take a one year break before becoming eligible for nomination for the next available position.

9.7 Role of the Church Leadership

- (a) The Church Leadership will be the management committee of the Church and, subject to this Constitution, will be responsible for the management of the administrative affairs of the Church and may do all such things and exercise all such powers as are within the aims and objects of the Church and are not, by the Act, by these Rules, or by a resolution of the Church, required to be done by the Church in general meeting.
- (b) The Church Leadership will, at least once in each five year period but not more frequently than once each three years, undertake a review of the direction of the Pastoral Ministry of the Church and report to the Members with such recommendations as the Church Leadership sees fit.

9.8 Responsibility to Members

The Church Leadership will be responsible to the Members to:

- (a) Provide leadership, spiritual oversight and support to the life of the Church as it seeks to fulfil its mission and vision in accordance with its stated Aims and Objectives;
- (b) Develop policies and procedures to support the ministry of the Ministry Team and congregation having regard to the spiritual life and direction of the Church, the Church's legal obligations and the need for good governance of the Church;
- (c) Exercise oversight of the Church's finances within the levels of authorisation and annual budget set by the Members;
- (d) Recommend to the Members the appointment of a Senior Pastor;
- (e) Oversee or undertake any other matters which the Members may authorise from time to time.

10 Pastors

10.1 Role of the Pastor

Within the Church's policies and procedures, the Pastor is the person who is entrusted with the spiritual oversight and guidance of the Church and its ministries.

10.2 Qualifications and call

The Pastor will be a baptised believer who subscribes to the Statement of Faith (Rule 4 above) and this Constitution and whose Pastoral Call will be made in accordance with the appropriate provisions of the BCSA Constitution and By-laws.

Any Pastor(s) shall be, or eligible to be, Accredited with the BCSA and shall be willing to comply with the BCSA Code of Ethics (or equivalent document).

10.3 Appointment

The Senior Pastor will be appointed by Members upon the recommendation of the Church Leadership to a Special Members Meeting called for the purpose. Such recommendation will require the approval of at least a three quarters majority of the Members present and eligible to vote at the Members Meeting.

10.4 Review of Pastoral Call

- (a) The Pastoral Call will be subject to regular review and reaffirmation by the approval of at least two thirds of the Members present and eligible to vote at a Special Members Meeting called for the purpose.
- (b) A review of the Pastoral Call may be initiated at any time by the Church Leadership or the Members, subject to the following limitations:
 - i. The Pastoral Call must be reviewed at least every five years (if possible, in conjunction with any review of the direction of the Pastoral Ministry of the Church pursuant to Rule 9.7(b) above); and
 - ii. In the event that a motion is put to a Members Meeting for the Pastoral Call to be reviewed within five years of the last review and the motion is defeated at the Members Meeting, such a motion cannot be put to another Members Meeting for a period of 12 months.

10.5 Resignation or Dismissal

Unless mutually agreed otherwise, three months' notice of resignation or dismissal from office may be given by the Senior Pastor or the Church (as the case may be) at any time without cause.

Notwithstanding any such notification, the Church may dismiss a Pastor immediately for any significant breach of the BCSA Code of Ethics (or equivalent document).

10.6 Right of participation at Members Meetings

- (a) The Pastor(s) shall be a Member of the Church and, except where otherwise provided, the will have the right of attendance, participation and voting at all meetings of the Church and its Auxiliaries.
- (b) The Pastor(s) will not be entitled to vote on any resolution for their appointment or review of their pastoral call and will leave the meeting for the discussion and vote.

11 Role Of The Administrator

The administrator will undertake the following under the oversight of the Leadership, and in particular the elected Secretary and Treasurer:

- (a) The Administrator will ensure that all administrative functions required by the Church are identified and carried out, including all matters relating to Church property and finances.
- (b) The Administrator will ensure that the Church complies with Government statutory requirements and meets its legal obligations.
- (c) The Administrator will be the Public Officer/Responsible Officer for the Church.

12 Role of the Secretary

The Secretary, with assistance from the Administrator, will ensure that:

- (a) The Church Leadership effectively carry out their assigned duties and generally encourage and co-operate with all office bearers
- (b) An agenda is prepared for Members Meetings and Church Leadership Meetings
- (c) An accurate record of all proceedings of Members Meetings and Church Leadership Meetings are kept

13 Role Of The Treasurer

- (a) The Treasurer, in consultation with the Administrator, will ensure that all matters relating to the financial requirements and functions of the Church are identified and carried out, in accordance with the Act and the Church's policies and procedures relating to financial matters.
- (b) The Treasurer will be responsible for the preparation of an annual budget to be approved by Members and the preparation of financial reports to the Church Leadership and the Members.

14 Members Meetings

14.1 Mandatory Meetings

- (a) A minimum of two Members Meetings will be held each year, one of which will be the Annual General Meeting.
- (b) The Annual General Meeting will be held within five (5) months of the close of the Churches financial year for the purpose of:
 - i. the election of office bearers
 - ii. consideration of the auditor's report for the previous financial year
 - iii. the appointment of the auditor, and
 - iv. the reception of reports from the Church life and ministry, and
 - v. any other business.

14.2 Special Meetings

- (a) Special Members Meetings may be called by a decision of a Members Meeting, the Church Leadership or on receipt by the Secretary of a request signed by not less than one fifth of the Members eligible to vote.
- (b) If a request signed by not less than one fifth of the Members eligible to vote is received by the Secretary for a Special Members Meeting to be convened, the Church Leadership must arrange for the Special Members Meeting to be held no later than 28 days after the date of receipt of the request by the Secretary.

- (c) Special Members Meetings will deal only with the business specified when notice is given.

14.3 Notice of Meeting

Notice of Members Meetings and Special Members Meetings will be given to Members at worship services on at least two (2) Sundays prior to each meeting and, as far as is practicable, written information of the subject matter for decision at any meeting will be made available at the time of the notice.

14.4 Quorum

- (a) No business can be conducted at a Meeting unless at least one third of the Members entitled to vote is present.
- (b) Subject to paragraph (c) below, if a quorum is not present within 30 minutes after the appointed time for the commencement of the Meeting then the Meeting will be adjourned to a day, place and time nominated by the Leadership within the following two (2) weeks. Notice of such an adjourned Meeting will be given at all worship services in the intervening period. The subsequent Meeting will be competent to transact the adjourned business whether or not there is a quorum.
- (c) If a quorum is not present within 30 minutes after the appointed time for the commencement of a Special Members Meeting called on receipt by the Secretary of a request pursuant to Rule 14.2, the meeting will lapse.

14.5 Chairperson

Meetings will be chaired by a Member as nominated by the Church Leadership.

14.6 Voting

- (a) A motion put to a Meeting will be carried by a simple majority (more than half) of Members who are present and voting) unless otherwise provided for in this constitution or unless the Meeting decides that a particular decision will require a larger majority.
- (b) Any person who is under the age of 18 years of age will not have voting rights until reaching the age of 18 years.
- (c) Voting will be by either a show of hands or by a secret ballot decided at the discretion of the Meeting.
- (d) Absentee or proxy voting is not permitted.

15 Church Leadership Meetings

15.1 Frequency

Church Leadership meetings will generally take place monthly.

15.2 Quorum

No business can be conducted at a Church Leadership meeting unless at least half of the members of the Church Leadership are present.

15.3 Chairperson

Meetings of the Church Leadership will be chaired by a member of the Church Leadership chosen by the members present.

15.4 Decision making

- (a) The Church Leadership will make decisions consistent with God's Word, the Statement of Faith (set out in Rule 4 above), the Aims and Objectives of the Church (set out in Rule 5 above) and any applicable laws, rules, regulations and government requirements.
- (b) Wherever possible, the Church Leadership will endeavour to reach decisions by consensus but, in the absence of agreement and unless this Constitution specifies otherwise, a decision will be determined by a three-quarters majority vote of those present and eligible to vote.

16 Minutes Of Meetings

16.1 Minutes to be kept

Minutes will be kept of all Members Meetings and meetings of the Church Leadership.

16.2 Confirmation of minutes

Minutes will be confirmed at the next meeting and stored in a secure manner, as approved by the Chairperson of the meeting.

17 Finance

17.1 Financial Year

The Church's financial year will run from 1 January to 31 December of that same year.

17.2 Financial Management

Subject to the authority of the Church Members Meeting the Church Leadership shall manage the financial affairs of the Church.

17.3 Accounting and Auditing

- (a) The Church shall maintain and keep such accounting records as are necessary to explain the financial transactions and position of the Church. The records must be kept for 7 years after the completion of the transactions to which they relate.
- (b) A Church is not required to lodge an annual return unless it is a Prescribed Church.
- (c) A Church is not required to appoint an auditor or have its accounts audited unless it is a Prescribed Church or it chooses to do so.
- (d) Prescribed Church
 - i. A Prescribed Church shall arrange to have accounts prepared and audited. The accounts, together with the auditor's report on the accounts, the Church Leadership's statement and the Church Leadership's report shall be laid before Members at an Annual General Meeting.
 - ii. A Prescribed Church shall it lodge its annual return within the time frame prescribed by the Act. The annual return must be accompanied by a copy of the accounts, the auditor's report, the Church Leadership statement and the Church Leadership's report.
 - iii. A Prescribed Church shall at its Annual General Meeting, appoint a person to be auditor of the Church. The person appointed auditor shall hold office until the next Annual General Meeting and is eligible for re-appointment.

18 The Common Seal

18.1 Seal Holders

The Seal of the Church shall be kept in the custody of the Church Administrator or of such other person as the Church Leadership may decide from time to time.

18.2 Seal Application

Any two members of the Church Leadership may affix the Seal.

18.3 Seal Approval

Each use of the Seal will be approved by a two thirds majority of the Members and recorded in the Minutes of the Members Meeting in which the use was approved.

19 Dispute Resolution

In the event of any dispute or difference causing serious division in the Church or any dispute between a Pastor and the Church that is not reaching satisfactory settlement, such a dispute or difference will be referred by the Church Leadership, and may be referred by a resolution of the Members at a Members Meeting, for decision to a moderator or panel of arbitrators appointed by the BCSA, whose decision will be conclusive and binding on all parties.

20 Prohibition Against Securing Profits For Members

The income and capital of the Church will be applied exclusively to the promotion of its objects and no portion will be paid or distributed directly or indirectly to Members or their associates except as bona fide remuneration of a Member for services rendered or expenses incurred on behalf of the Church.

21 Winding Up

If for any reason the Church is to be wound up, it will be wound up in accordance with the Act. Subject to the Act, the assets remaining after paying all the liabilities of the Church and the expenses of winding up will be transferred by the Liquidator to the BCSA for the furtherance of the work of the BCSA.

22 Constitution

22.1 Alteration to the Constitution

No change shall be made to the Constitution except by the approval of a three-quarters majority of Members present and eligible to vote at a Church Members Meeting.

22.2 Notice of Proposed Changes

Notice of any proposed change must be given in writing at an earlier Church Members Meeting and the full text of the proposed changes shall be made available to all resident Members at least one month prior to the Meeting at which the proposal will be presented. Any such proposal may be adopted as presented or as amended by the Church Members Meeting.