

CONSTITUTION FOR GRACE BAPTIST CHURCH CHARITIES

VERSION 7.0

1. PREAMBLE

This constitution governs the charitable assets of the church from a legal perspective in accordance with the requirements of charity law. Regulations affecting the spiritual governance of the church are contained in a separate document entitled "Rules and Regulations".

2. THE NAME OF THE CHARITY

The name of the charity is

3. OBJECTS

The principal object of the charity is the advancement of the Christian faith according to Baptist principles and in accordance with the Basis of Faith as stated in Schedule 1. The charity may also carry out other charitable purposes in the United Kingdom and/or other parts of the world.

4. APPLICATION OF INCOME AND CAPITAL

The income of the charity and, where the trusts permit, any capital, shall be applied solely towards the promotion of the objects as stated in clause 3 provided that the Office Bearers may adopt an appropriate Reserves Policy in accordance with general law.

5. MEMBERSHIP

5.1 Membership is open to any individual who meets the qualifications for church membership set out in Schedule 2.

5.2 The Office Bearers must maintain a list of the members of the church which should be kept under regular review.

6. THE APPOINTMENT AND REMOVAL OF CHARITY TRUSTEES

6.1 The statutory definition of charity trustees in Section 97(1) of the Charities Act 1993 is "persons having the general control and management of the administration of a charity."

In this church it shall be the Minister(s) if any and :-

[Insert and delete as appropriate]

Elders....

Deacons

Leadership Team.....

Secretary (or equivalent)

Treasurer (or equivalent)

Other (specify title)

Other (specify title)

who together, by the nature of their responsibilities, shall be the charity trustees, referred to in this Constitution as the "Office Bearers". There must be a minimum of three Office Bearers at all times.

6.2 The Church Members' Meeting, acting in accordance with the procedures set out in Schedule 3, shall appoint, remove and accept the resignation of Office Bearers.

- 6.3** No person may serve as an Office Bearer who is disqualified by law from acting as a charity trustee.

7. RESPONSIBILITIES OF OFFICE BEARERS

- 7.1** The Office Bearers shall be responsible for the governance of the charitable assets of the church and the fulfilment of the objects, acting according to the will of God as discerned by the Church Members' Meeting and subject to any specific or general directions of the Church Members' Meeting.
- 7.2** The Office Bearers should keep in an appropriate state of repair and insure to their full value against fire and other usual risks all the buildings of the church, including those held on separate property trusts, (except those buildings that are required to be kept in repair and insured by a tenant). They must also insure suitably in respect of public liability and employer's liability.

8. PROCEEDINGS OF OFFICE BEARERS

- 8.1** Subject to there being a minimum of two meetings a year, the Office Bearers shall determine when and how frequently they shall meet.
- 8.2** The Office Bearers shall determine a quorum for their full meetings that shall not be less than two persons or half of their number whichever is the greater number.
- 8.3** Notwithstanding the joint and several responsibilities of all the Office Bearers and in addition to regular meetings of the whole group they may meet in such sub-groups as are necessary and convenient. Reports of such subgroup meetings must be made to the next full Office Bearers' Meeting.
- 8.4** Office Bearers shall, so far as possible, seek consensus on all matters considered at their meetings.
- 8.5** For matters requiring a decision a vote shall be taken and the outcome of the vote recorded as the resolution of the Office Bearers.
- 8.6** Each Office Bearer shall have one vote to be exercised at the meeting.
- 8.7** Every issue may be determined by a simple majority of votes cast at a meeting of the Office Bearers but if there is an equality of votes on any matter the resolution will be considered rejected and the matter shall be referred back to the submitter for review and if appropriate resubmission to a subsequent meeting for consideration.
- 8.8** The Office Bearers shall always act in accordance with the provisions of this constitution and the general law.
- 8.9** The Office Bearers shall act in accordance with the specific directions of the Church Members' Meeting in relation to matters relating to church property including any purchase, sale, lease, tenancy, mortgage or redevelopment.
- 8.10** Minutes shall be prepared of the proceedings at the meetings of the Office Bearers including any appointments, the names of those present, the decisions taken, and where appropriate the reasons for the decisions.

9. REMUNERATION OF OFFICE BEARERS

- 9.1** Subject to the provisions of clauses 9.2 and 9.3 none of the income of the church may be paid to any Office Bearer of the church. This does not prevent an Office Bearer from receiving a benefit in the capacity as a beneficiary of the church upon the same terms as other members, nor from being reimbursed reasonable and proper expenses and other payments permitted by statute or specifically authorised by the Charity Commission.

9.2 Notwithstanding the fact that any Minister or Ministers appointed by the church are charity trustees they will be entitled to be paid an agreed and reasonable remuneration or stipend out of the funds of the church.

9.3 Where it is proposed that an Office Bearer (or person, firm or company, connected with the Office Bearer) is to be employed or receive remuneration or sell goods or services or any interest in land to the church and where this gains the approval of the Church Members' Meeting then this shall be permitted only if:

- the Office Bearer or any person connected with the trustee who may benefit directly or indirectly from the proposed remuneration declares an interest in the proposal before discussion on the matter begins;
- absents himself or herself (or in the case of any connected persons themselves) from any part of any meeting at which the proposal is discussed and takes no part in any discussion of it and is not counted in determining whether any such meeting is quorate;
- does not vote on the proposal;
- the remaining Office Bearers who do not stand to receive the proposed benefit are satisfied that it is in the interests of the church to contract with or employ that Office Bearer (or connected person) rather than another independent person and must record the reason for their decision in the minutes;
- in reaching that decision the Office Bearers must balance the advantage of contracting with or employing an Office Bearer against the disadvantage of doing so (especially the loss of the Office Bearer's services as a result of dealing with the Office Bearer's conflict of interest);
- the Office Bearers authorising the proposed transaction comprise a majority of the Office Bearers and have not received any such benefit.

10. POWERS OF THE OFFICE BEARERS

10.1 The Office Bearers must manage the business of the charity and have the following powers in order to further the objects (but not for any other purpose):

- power to make rules and regulations for the governance of the church and the charity provided that they are not in conflict with this constitution;
- power to do all such other things as are lawful for the achievement of the objects.

11. RECORD KEEPING AND ACCOUNTING

11.1 The Church's annual financial year will run from *[e.g. 1 January]* to *[e.g. 31 December]*

11.2 Financial statements of all church organisations shall be presented to the Office Bearers and incorporated into the church's financial statements.

11.3 A statement of the church accounts (audited or independently examined as required by law) shall be received by an Annual Church Members' Meeting.

11.4 Financial Records, annual reports and statements of account relating to the church for the previous six years must be available for inspection by any Office Bearer.

11.5 The law requires charity trustees to make the annual report and accounts available to any person who requests them. The Office Bearers may make a reasonable charge to cover the administration costs of meeting this request, though a charge will not be made to members of the church.

12. POWER OF AMENDMENT

- 12.1** Subject to clause 12.2 this constitution may be amended but only by a Special Resolution passed at a Church Members' Meeting.
- 12.2** No amendment may be made to this constitution that would have the effect of making the charity cease to be a charity at law, and no amendment may be made to clauses 2, 4, 9 and 12 without the prior written permission of the Charity Commission.
- 12.3** A copy of any resolution amending this constitution shall be sent to the Charity Commission within twenty one days of it being passed.

13. CLOSURE

- 13.1** If the church shall resolve to close or shall cease to meet for worship for at least six months the Office Bearers will remain in office as charity trustees and be responsible for winding up the affairs of the church in accordance with this clause.
- 13.2** The assets of the church, after the satisfaction of debts and liabilities (not being property assets subject to separate trusts) shall be applied for Christian charitable purposes as closely as possible to the objects as stated in clause 3 as shall be decided by a Special Church Members' Meeting or in such other manner as the Charity Commission may approve in writing in advance.
- 13.3** The Office Bearers shall notify the Charity Commission of any closure or dissolution.

SCHEDULE 1

BASIS OF FAITH

Insert Basis of Faith Here

SCHEDULE 2

QUALIFICATIONS FOR MEMBERSHIP

Copy from the Church's Rules and Regulations

SCHEDULE 3

CHURCH MEMBERS' MEETINGS

Copy from the Church's Rules and Regulations

