



# **BAPTIST UNION OF THE NORTHERN TERRITORY INCORPORATED.**

## **CONSTITUTION (AS APPROVED AT JUNE 2014 ASSEMBLY)**

### **1. NAME**

Baptist Union of the Northern Territory Incorporated (Union).

### **2. DOCTRINAL BASIS:**

The doctrinal basis of the Union shall include the following generally recognised beliefs.

- 2.1 The divine inspiration and supreme authority of the scriptures.
- 2.2 The existence of one God in three persons, the Father, the Son, and the Holy Spirit, who made heaven and earth.
- 2.3 The fallen, sinful and lost estate of all mankind.
- 2.4 The deity and incarnation of the Lord Jesus Christ, who is the Son of God.
- 2.5 The salvation of men from the penalty and power of sin, through the perfect life of the Lord Jesus Christ, His atoning death, His resurrection from the dead, His ascension to heaven and His unchanging Priesthood.
- 2.6 The necessity for individual salvation of repentance toward God and of Faith in the Lord Jesus Christ.
- 2.7 The activity of the Holy Spirit in the salvation of mankind.
- 2.8 The resurrection of the dead and the final judgement of all mankind by the Lord Jesus Christ.
- 2.9 The two ordinances commanded by the Lord Jesus Christ which are a perpetual obligation – Baptism and the Lord’s Supper. Baptism being the immersion in water of believers upon profession of their faith in the Lord Jesus Christ, symbolic of His death, burial and resurrection. The Lord’s Supper being a memorial of the sacrifice of the body and blood of the Lord Jesus Christ until He returns.
- 2.10 The local church, a congregation of Believers united in a common faith in the Lord Jesus Christ.
- 2.11 The liberty of conscience and responsibility of each individual to God.

### **3. OBJECTS AND POWERS:**

The objects of the Union shall be:

- 3.1 To operate as a Union of Constituent Churches of the Baptist denomination.
- 3.2 To promote unity amongst the churches in faith, fellowship and work.
- 3.3 To provide opportunity for the Constituent Churches of the Union to work together for advancement of the Kingdom of God in ways that may not be possible for them to do separately.
- 3.4 To be involved in those aspects of welfare work considered appropriate and practicable by the Union..
- 3.5 To approve candidates for ministerial training and missionary outreach within the Baptist denomination and to ordain suitably qualified candidates into the ministry of the church. The ministry of the Church shall be deemed to cover not only the pastoral ministry but also other specialist ministries. Endorsement for ministries within approved organisations beyond the Baptist Denomination may also be made.
- 3.6 To provide for the accreditation of ministers, pastors, missionaries, chaplains, Aboriginal elders and other specialist ministries and the maintenance of an official list of such persons.
- 3.7 To establish and operate funds to carry out the objects of the Union. To purchase, lease, hire or otherwise acquire and hold land and other property in the name of the Union, either in its own interest or in trust for Constituent Churches and (subject to the constitution of the Constituent Church to which the same belongs) dealing with the same in accordance with the trust thereof.
- 3.8 To borrow, or raise, or invest, or secure the payment of money in ways deemed appropriate by the Union for the purposes of the Union, and to secure the repayment thereof.
- 3.9 To print and publish such newspapers, periodicals, books, leaflets or other documents as the Union may think desirable for the promotion of the objects and purposes of the Union.

#### **4. INCONSISTENCE BETWEEN THIS CONSTITUTION AND THE ASSOCIATIONS ACT**

If there is any inconsistency between this Constitution and the Associations Act, the requirements of the Associations Act prevail.

#### **5. DEFINITIONS:**

**Church:** A group of people which meets for the sharing of their common belief in the articles of the Doctrinal Basis and have formally constituted as a church of the Baptist denomination.

**Fellowship:** A group of people which meets for the sharing of their common belief in the articles of the Doctrinal Basis but have not formally constituted as a church of the Baptist denomination.

**Good Standing:** A person who is a member of the Constituent of whom he is a representative and has the support of the majority of such Constituent's membership.

## **6. CONSTITUENTS AND AFFILIATED ASSOCIATIONS:**

6.1 Constituents: The Constituents of the Union shall include all Churches which:

- a) at the date on which this Constitution becomes operative are Constituents of the Union.
- b) shall hereafter become Constituents of the Union in conformity with this Constitution made or to be made for the purpose of giving effect to it.

6.2 Applications for affiliation as a Constituent of the Union and termination of affiliation shall be determined by the Assembly:

6.3 Application for affiliation as a Constituent of the Union must be made in writing to the Secretary of the Union enclosing evidence in the form of confirmed minutes of a General Meeting of the applicant of the memberships' desire for affiliation. The Assembly Board shall review the application and may enquire further into the application. Following consideration by the Assembly Board a recommendation concerning the application will be brought to Assembly.

6.4 An application for affiliation as a Constituent of the Union shall be determined by and must obtain the support of 75% of those present and voting at the Assembly.

6.5 Constituents of the Union shall have the right to send delegates to an Assembly as follows:

From a Constituent with:

- 1 – 40 members - 2 delegates
- 41 – 100 members - 3 delegates
- 101 – 200 members - 4 delegates
- Over 200 members - 5 delegates

6.6 A Constituent of the Union ceases to be a member of the Union if:

- The Constituent no longer exists, or
- The Constituent resigns from the Union, or
- The Constituent is expelled from the Union following a vote at an Assembly at which 75% of those present and voting must endorse a motion expelling the Constituent from the Union.

## **7. JURISDICTION:**

7.1 The Union shall possess jurisdiction as provided for in this Constitution over those listed on the Ministerial lists and over Constituents in all matters affecting the

Union's interest, but recognises the right of each Constituent to autonomously administer its own affairs.

7.2 The Union may hold as trustee property on behalf of Constituents of the Union.

## **8. AFFILIATION:**

The Union shall be affiliated with The Baptist Union of Australia Incorporated.

## **9. MANAGEMENT:**

9.1 The Union shall act through its Assembly, Assembly Board, Ministry Teams and through its Officers.

9.2 All Officers of the Union and members of its Assembly, Assembly Board shall be members in good standing of Constituents of the Union and shall hold office only so long as they remain members in good standing of such Constituent Churches.

9.3 Missionaries and their spouses who serve Constituents of the Union but who are not members of the Constituents which they serve or any other Constituent of the Union may be deemed by the Assembly to be members in good standing of the Constituent which they serve for the purposes of this Constitution.

9.4 The management and control of the business of the Union shall be vested in the Assembly which may appoint Ministry Teams having responsibility for various aspects of Union activity.

9.5 The Assembly Board of the Union may exercise all the powers of the Union except those matters that the Act or this Constitution requires the Union to determine through an Assembly of the members.

## **10. ASSEMBLY:**

10.1 The Annual General Meeting of the Union shall be called the Assembly and an Extraordinary General Meeting of the Union shall be called an Extraordinary Assembly.

10.2 Delegates to an Assembly or an Extraordinary Assembly shall consist of:

- The Officers of the Union.
- Director of Ministries,
- The Ministers, Pastors and Missionaries who are listed on the official list of the Union.
- The delegates appointed by Constituents in accordance with the Constitution
- Team Leaders of recognised Ministries

10.3 Other persons, who need not be members of Constituents of the Union, may be associated with an Assembly to be present for a part or the whole of an

Assembly. Associates may speak at an Assembly but shall not be entitled to vote.

10.4 A delegate to an Assembly may appoint a proxy who must be a member in good standing of a Constituent of the Union.

10.5 Fifteen delegates shall constitute a quorum for an Assembly.

10.6 Business considered at an Assembly shall be the following:

- Consider applications for affiliation.
- Revise the official list of ministers, pastors and missionaries.
- Receive reports from officers of the Union and Ministry Team Leaders)
- Consider and if appropriate set a budget for the following year.
- Set the level of membership fee.
- Appoint an auditor.
- Consider creation or disbandment of Ministry Teams
- Elect Officers of the Union and members of the Assembly Board.

10.7 An Assembly shall be held annually, not be later than 3 months after the close of the Financial Year of the Union. The date, time and place of an Assembly being decided in a manner agreed at the previous Assembly. Extraordinary Assembly meetings will be held between Assemblies if called for by a majority vote in the Assembly Board or at the request of two Constituents of the Union following a majority vote at a formal church meeting of those Constituents.

10.8 The Secretary must give to all Constituents of the Union not less than 30 days notice of an Assembly. This may be served on the Constituent directly or sending it by post or otherwise to the address of the Constituent appearing in the register of Constituents. Sending of the notice is taken to have been properly effected if the notice is addressed and posted to the Constituent by ordinary prepaid mail or sent electronically to the email address of the Constituent.

10.9 The notice must specify when and where the meeting is to be held and the particulars of and the order in which business is to be transacted.

10.10 The same notice shall be required for the calling of an Extraordinary Assembly at which a special resolution is proposed.

## **11. ASSEMBLY BOARD:**

11.1 The Assembly Board of the Union shall consist of:

- The Officers of the Union.
- Director of Ministries,
- Assembly Board members elected by the Assembly in accordance with the Constitution.

11.2 The quorum of the Assembly Board shall be 5 members that includes members from at least 3 individual Constituents of the Union.

11.3 Elections for the following Assembly Board positions shall be held annually or in the case of President or Secretary as provided in Clause 16.2 and 16.6:

- President
- Vice President
- Secretary
- Treasurer
- Four Assembly Board members

11.4 At each Assembly nominations for all positions of the Assembly Board due for election shall be given to the Secretary prior to a closing time determined by Assembly.

11.5 Nominations shall be in writing and the consent of the nominee shall be obtained.

11.7 Vacancies on the Assembly Board may be filled by appointment of an eligible member by the Assembly Board. The appointee shall hold office until the conclusion of the Assembly next following the date of the appointment.

11.8 The Assembly Board shall meet at least three times between Annual Assemblies. Additional meetings may be called by the President or at the request of at least three members of the Assembly Board.

11.9 The Assembly Board may appoint a person to act as an agent on their behalf in relation to negotiations, dealings or transactions that may be undertaken by the Assembly Board. Such appointment shall be made in writing by the Exec Assembly Board and shall extend only to negotiations and the binding of the Union under a specifically detailed transaction or dealing.

11.10 The Assembly Board may provide remuneration to the agent for such services as are rendered.

## **12. MINISTRY TEAMS:**

12.1 Ministry Teams shall be formed as directed by Assembly to handle specific aspects of the business of the Union.

12.2 The objectives, responsibilities, membership and modus operandi of each Team shall be defined by the Assembly or the Assembly Board.

12.3 A majority of the members of a Ministry Team must be members in good standing of a Constituent of the Union.

12.4 The President and Secretary of the Union or a delegate of the Union shall be a member of each Ministry Team.

12.5 Ministry Teams shall keep written minutes of proceedings of meetings, which along with all books documents and assets will be considered the property of the Union.

- 12.6 Minutes of meetings of Ministry Teams will be confirmed at that meeting or at a subsequent meeting thereof and when so confirmed shall be prima facie evidence of the proceedings of the meeting to which the minutes relate.
- 12.7 Each Ministry Team shall provide a written report of its proceedings together with a financial statement to each Assembly.

**13. VOTING:**

- 13.1 Upon any question arising at an Assembly, Assembly Board or Ministry Team, a member (or delegate) has only one vote. All votes shall be given personally.
- 13.2 Unless otherwise determined in this Constitution a simple majority vote shall determine a question. In the case of an equality of votes on a question the Chairman of the meeting is entitled to exercise a second or casting vote.

**14. COMMON SEAL:**

The Common Seal of the Union shall be kept by the Secretary and be used by the Secretary only on the authority of the Assembly or Assembly Board in the presence of, or counter signed by, the President, or two other members of the Assembly Board.

**15. PUBLIC OFFICER:**

- 15.1 The Union shall appoint a Public Officer of the Union for the purposes of the *Associations Act*.
- 15.2 Should the office of Public Officer become vacant a person must be appointed to the position within 14 days pursuant to section 27(6) of the *Associations Act* to fill the vacancy.

**16. OFFICERS OF THE UNION:**

16.1 The Officers of the Union shall be:

- President
- Vice President
- Immediate Past President
- Secretary
- Treasurer

16.2 All Officers of the Union except the President shall be elected annually by the Assembly; however the Assembly may appoint a Secretary for a term of up to three years.

16.3 Voting at all elections will be by secret ballot.

16.4 If there is only one candidate for a position, a vote shall be taken and to assume office the candidate must receive the support at least 50% of those present and voting.

- 16.5 If there is more than one candidate for a position then an election shall be held. If on the first ballot no one candidate has a clear majority another ballot shall be taken between the two who gained most votes in the previous ballot.
- 16.6 The person who is Vice President immediately prior to an Assembly at which a President retires according to his 2 years in office shall, if willing, able and qualified, become the next President without election.
- 16.7 If no Vice President is in office, or if the Vice President in office is unwilling, unable or unqualified to become President, an appropriately qualified person may be elected by the Assembly as President for the ensuing year.
- 16.8 The new President shall assume office at the conclusion of the Assembly. In the event of a vacancy occurring in the office of President, the Vice President shall become Acting President for the remainder of the President's term of office. In the absence of a Vice President the Immediate Past President shall become Acting President for the remainder of President's term of office.
- 16.9 The President shall be Chairman of all meetings of Assembly and Assembly Board. In the absence of the President, the Vice President, and in the absence of the Vice President, the Immediate Past President shall act for the President.
- 16.10 The Secretary shall maintain a register of Constituents and Affiliated Associations of the Union, keep minutes of meetings of the Assembly and Assembly Board, summon meetings, conduct all correspondence of the Union, maintain custody of Union books, documents and records, act as Executive Officer of the Union and as directed affix the Seal of the Union to documents.
- 16.11 The Treasurer shall be responsible for the funds of the Union, shall receipt and bank all moneys received by the Union, shall maintain proper books of accounts and records of financial transactions, shall render regular statements to Assembly Board and shall present an audited annual financial statements to each Assembly and shall meet all the requirements of the *Associations Act*.
- 16.12 The Public Officer must:
- ensure that documents are filed with the Commissioner of Consumer Affairs in accordance with sections 23,28 and 45 of the *Associations Act* and
  - keep a current copy of the Constitution of the Union

## **17. FINANCES**

- 17.1 The Union must maintain an account with a financial institution from which all expenditure of the Union is made and into which all of the Union's revenue is deposited.
- 17.2 Subject to any restrictions imposed by the Union, the Assembly Board may approve expenditure on behalf of the Union within the limits of the budget.
- 17.3 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 Assembly Board members.



- 17.4 All funds of the Association must be deposited into the financial account of the Association no later than 5 working days after receipt or as soon as practicable after that day.
- 17.5 With the approval of the Assembly Board, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.
- 17.6 The financial year of the Union shall end on 30 April.
- 17.7 At the end of each financial year of the Union the accounts of the Union shall be examined by an Auditor appointed pursuant to the *Associations Act* who shall report on the state of the accounts to the next Assembly.
- 17.8 The Auditor shall have full and free access at all reasonable times to the accounts and records of financial transactions of the Union.

## **18. TERMINATION OF APPOINTMENTS:**

- 18.1 The office of Public Officer, an Officer of the Union, or a member on the Assembly Board or a Ministry Team of the Union, or, where appropriate, an employee of the Union, shall become vacant:
- a) if they die,
  - b) if they cease to be a member of a Constituent of the Union,
  - c) if they refuse to act in accordance with their duties as outlined in the Constitution,
  - d) if, in the judgement of the Assembly Board, they become incapable of acting or unavailable to act,
  - e) upon the passing of a resolution at a meeting of an Assembly or Assembly Board that the appointment be terminated.

Where a position has been terminated pursuant to clause 18.1(e) and the Officer or employee wishes to appeal the decision, opportunity must be given for that person to be present and heard at another meeting, twenty one days' notice of the time and place and nature of business of the meeting having been given to the Officer or employee in writing personally or by prepaid letter addressed to the officer or employee's last known post office address, or by email to the Officer or employee's last known email address.

- f) if the member is disqualified from office under section 30 or 40 of the *Associations Act*.
- g) upon expiration of a period of two weeks' notice of resignation given in writing by the Public Officer, an Officer of the Union or an employee to the Union Secretary or the Chairman of the Assembly Board or Ministry Team of the Union to which the employee is responsible.

18.2 All vacancies which occur in such circumstances may be filled by the Assembly Board or other Ministry Team of the Union as appropriate in accordance with the procedures for making such appointments at a meeting duly convened for that purpose. A person so appointed shall hold office until the conclusion of the next Assembly following such appointment, or in accordance with the terms of appointment.

## **19. GRIEVANCE RESOLUTION PROCEDURE**

19.1 This clause applies to disputes between:

- a) a member and another member of the Assembly Board or a Ministry Team; or
- b) a member and the Assembly Board or a Ministry Team of the Union.

19.2 Within 14 days after the dispute comes to the attention of the parties to the dispute, they must meet and discuss the matter in dispute, and, if possible, resolve the dispute.

19.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days after the meeting, hold another meeting in the presence of a mediator.

19.4 The mediator must be:

- a) a person chosen by agreement between the parties; or
- b) in the absence of agreement:
  - (i) for a dispute between a member and another member – a person appointed by the Assembly Board; or
  - (ii) for a dispute between a member and an Assembly Board member or a Ministry Team Member– a person who is a mediator appointed by the Baptist Union of Australia; or
  - (iii) for a dispute between a member and the Assembly Board – a person who is a mediator appointed by the Baptist Union of Australia.

19.5 A member of a Constituent can be a mediator.

19.6 The mediator cannot be a party to the dispute.

19.7 The parties to the dispute must, in accordance with the Biblical principles of 1 Corinthians 6:1-11, Ephesians 4:26, 4:29-32, attempt to settle the dispute by mediation.

19.8 The mediator, in conducting the mediation, must:

- a) give the parties to the mediation process every opportunity to be heard;

- b) allow due consideration by all parties of any written statement submitted by any party; and;
- c) ensure natural justice is accorded to the parties to the dispute throughout the mediation process.

19.9 The mediator must not determine the dispute.

19.10 If the mediation process in accordance with subclause 7 does not result in the dispute being resolved, the parties may then, and only then seek to resolve the dispute in accordance with the *Associations Act* or otherwise at law.

## **20. DISCLOSURE OF AN INTEREST**

20.1 A member of Assembly, the Assembly Board or a Ministry Team of the Union who has a direct or indirect pecuniary interest in any transaction, or proposed transaction to be undertaken by the Union must disclose the nature and extent of the interest to the Assembly, Assembly Board or Ministry Team in accordance with section 31 of the *Associations Act*.

20.2 The Secretary must record the disclosure in the minutes of the meeting.

20.3 The Chairperson must ensure the member who has a direct or indirect pecuniary interest in a transaction, or proposed transaction, complies with section 32 of the *Associations Act*.

## **21. INDEMNITY:**

Every Officer of the Union shall be indemnified out of the funds of the Union against all costs charges damages or expenses incurred by him by reason of any contract or covenant entered into or by any act done or default made by him in any way in the execution of his duty as such Officer, save and except such as may have been occasioned by his own wilful act negligence or default.

## **22. VALIDATION OF ACTS OF THE ASSEMBLY BOARD OR A MINISTRY TEAM**

All acts done at any meeting of the Assembly Board, or any Ministry Team shall not withstanding that it is afterwards discovered that there were some defects in the appointment of such Assembly Board or Ministry Team or any member thereof or that any member was disqualified be as valid as if every such member had been properly appointed and was properly qualified to act.

## **23. WINDING UP OF THE UNION:**

23.1 If upon the Assembly passing a resolution to dissolve or wind up the Union, there remains after satisfaction of all its debts and liabilities any property whatsoever it shall be given or transferred to some other institution or institutions having similar objects to the objects of the Union and approved by the Baptist Union of Australia at or prior to the time of dissolution.

23.2 The assets shall not be paid to or distributed amongst the Constituents of the Union.

**24. CHANGES TO THE CONSTITUTION:**

- 24.1 No change shall be made to this constitution except by a three-quarters majority vote of members present and voting at an Assembly. Voting shall be by ballot.
- 24.2 Notice of proposed changes must be given in writing to the Secretary at least three months before an Assembly and such notice shall forthwith be sent by the Secretary to the Constituents of the Union.