



Constitution

Redlands Church of Christ Inc.

An incorporated association

Australian Business Number (ABN) 22 529 018 662

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1. Introduction

This Constitution outlines the governance and structure of Redlands Church of Christ Inc. It comprises the fundamental principles and guidelines that prescribe the nature, function, and limits of the Church and its mission and operation.

The constitution's purpose is to ensure that the running of the Church is carried out with order, accountability, and transparency and that the persons chosen to lead possess competence, character and integrity.

2. Name

The name of the incorporated association is Redlands Church of Christ Inc.

3. Definitions

In this constitution:

Act means the Associations Incorporation Act 1981.

Church means Redlands Church of Christ Inc.

Churches of Christ in Queensland means an association of affiliated churches, incorporated under letters patent.

Leader means a person appointed to the Board for a fixed term by the Church membership to provide governance, spiritual oversight and pastoral care of the Church.

Board means the collective body of leaders who have the authority to provide governance and spiritual oversight consistent with the Church's mission and values.

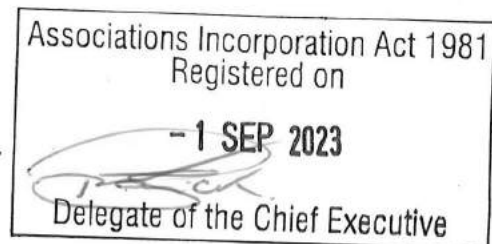
Ministry means any activity that is established and operated by the Church.

Senior Minister means the person appointed by, and responsible to the Board for the provision of oversight and leadership of the ministry and the staff team, and to implement the spiritual direction and development of the Church as established by the Board. The Senior Minister attends Board meetings but has no voting rights. In the interest of clarity - the Senior Minister is not a Board member.

Special Resolution means a resolution passed via private ballot or at a duly convened meeting of the members of the Church where:

- at least twenty-one (21) days written notice by the Board specifying the intention to propose the resolution as a special resolution has been published to all members of the Church; and
- voting is by private ballot; and
- has been passed by not less than 70% of members of the Church who voted.

Treasurer means a person whose responsibility is for proper, efficient, and lawful management of the financial affairs of the Church.



4. Relationships and Registration

1. The Church shall be an affiliated member of Churches of Christ in Queensland or its successors.
2. The Church must act in accordance with the requirements of a Church of Christ as defined in rule 2.1(9) of the Constitution of Churches of Christ in Queensland, or such other rules in place to be an affiliated member of Churches of Christ in Queensland.
3. The Church will be registered as a charity with the appropriate regulator.

5. Purpose

1. The Church exists for, and has as its object to, pursue the charitable purpose, the advancement of religion, primarily within the Redland Local Government Authority.
2. The Church will act for the advancement of religion in the ways including:
 - a. conducting worship services
 - b. offering pastoral care
 - c. providing benevolent assistance
 - d. building community cohesion
 - e. training youth and children
 - f. conducting programs appropriate to the advancement of religion
 - g. providing Christian teaching
 - h. undertaking other activities consistent with, or in service of, the above

6. Powers

1. The Church has the powers of an individual.
2. The Church may, for example:
 - a. enter into contracts; and
 - b. acquire, hold, deal with and dispose of property; and
 - c. make charges for services and facilities it supplies; and
 - d. do other things as necessary or convenient to be done in carrying out its affairs.
3. The Church may take over the funds and other assets and liabilities of the present unincorporated association known as *'Redlands Church of Christ'* (the unincorporated association).

7. Classes of Membership

1. Membership of the Church consists of ordinary members only.
2. Ordinary member means a person who:
 - a. confesses faith in Jesus Christ as Saviour and Lord
 - b. has been, or is willing, to be baptised by immersion
 - c. has been in regular attendance at the Church for at least 6 months immediately prior to application
 - d. has the desire to serve in the Church
 - e. attends Church services at least once a month and contributes to the Church's activities with their time, talent and resources
 - f. exhibits positive evidence that they accept the doctrinal basis of a Church of Christ affiliated with Churches of Christ in Queensland.
3. The number of ordinary members is unlimited.

8. Automatic Membership

A person who, on the day the association is incorporated, was a member of the unincorporated association and who, on or before a day fixed by the Board, agrees in writing to become a member of the incorporated association, must be admitted by the Board as an ordinary member.

9. Membership Fees

Fees for membership shall be determined from time to time at a general meeting and shall be payable in the way the Board shall decide.

10. Admission and Rejection of New Members

1. The Board must consider an application for membership at the next Board meeting held after it receives—
 - a. the application for membership; and
 - b. the appropriate membership fee for the application.
2. The Board must decide at the meeting whether to accept or reject the application.
3. If a majority of the members of the Board present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.
4. The Secretary must, as soon as practicable after the Board decides to accept or reject an application, give the applicant a written notice of the decision.

11. Termination of Membership

1. The Board shall authorise a person's termination from membership in the following circumstances:
 - a. if he/she requests it
 - b. if he/she does not comply with any of the provisions of this constitution
 - c. if he/she dies
 - d. if he/she is convicted of an indictable offence
 - e. if he/she becomes a member of another Church
 - f. if he/she ceases attending for a period of 12 months without offering an acceptable reason for their absence
 - g. if he/she conducts them self in a way considered to be injurious or prejudicial to the character or interests of the Church.
2. Before the Board terminates a member's membership, they must give the member a full and fair opportunity to show why the membership should not be terminated.
3. If, after considering all representations made by the member, the Board decides to terminate the membership, the Secretary must give the member written notice of the decision.

12. Appeal Against Rejection or Termination of Membership

1. A person whose application for membership has been rejected, or whose membership has been terminated, may give the Secretary written notice of the person's intention to appeal against the decision.
2. A notice of intention to appeal must be given to the Secretary within 1 month after the person receives written notice of the decision.
3. If the Secretary receives a notice of intention to appeal, the Secretary must, within 1 month after receiving the notice, call a general meeting to decide the appeal.

13. General Meeting to Decide Appeal

1. The general meeting to decide an appeal must be held within 3 months after the Secretary receives the notice of intention to appeal.
2. At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
3. Also, the Board must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
4. An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.

14. Register of Members

1. The Board must keep a register of members of the Church.
2. The register must include the following particulars for each member—
 - a. the full name of the member
 - b. the postal or residential address of the member
 - c. the date of admission as a member
 - d. the date of death or resignation of the member
 - e. details about the termination or reinstatement of membership
 - f. any other particulars the Board or the members at a general meeting decide.
3. The register must be open for inspection by members of the Church at all reasonable times.
4. A member must contact the Secretary to arrange an inspection of the register.
5. However, the Board may, on the application of a member of the Church, withhold information about the member (other than the member's full name) from the register available for inspection if the Board has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.
6. The list of members shall be reviewed annually by the Board.

15. Prohibition on Use of Information

1. A member of the Church must not—
 - a. use information obtained from the register of members to contact, or send material to, another member of the Church for the purpose of advertising for political, religious, charitable, or commercial purposes; or
 - b. disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to another member of the Church for the purpose of advertising for political, religious, charitable, or commercial purposes.
2. Sub rule (1) does not apply if the use or disclosure of the information is approved by the Board.
3. Members may only use information from the register of members or meeting minutes for lawful and proper purposes related to the Church. The Church may refuse access if the documents contain confidential, personal, employment, commercial or legal matters, or if granting the request would breach a law or could cause damage or harm to the Church.

16. Appointment or Election of Secretary

1. The Secretary must be an adult residing in Queensland, or in another State but not more than 65km from the Queensland border, who is—
 - a. a member of the association elected by the association as Secretary; or

- b. any of the following persons appointed by the Board as Secretary—
 - 1) a member of the Church Board;
 - 2) another member of the Church;
 - 3) another person.
2. If the Church has not elected an interim officer as Secretary for the Church before its incorporation, the members of the Board must ensure a Secretary is appointed or elected for the Church within 1 month after incorporation.
3. If a vacancy happens in the office of Secretary, the members of the Board must ensure a Secretary is appointed or elected for the Church within 1 month after the vacancy happens.
4. If the Board appoints a person mentioned in rule 16.1.b(2) as Secretary, other than to fill a casual vacancy on the Board, the person does not become a member of the Board.
5. However, if the Board appoints a person mentioned in rule 16.1.b(2) as Secretary to fill a casual vacancy on the Board, the person becomes a member of the Board.
6. If the Board appoints a person mentioned in rule 16.1.b(3) as Secretary, the person does not become a member of the Board.
7. In this rule, casual vacancy on the Board, means a vacancy that happens when an elected member of the Board resigns, dies or otherwise stops holding office.

17. Removal of Secretary

1. The Board may at any time remove a person appointed by the Board as the Secretary.
2. If the Board removes a Secretary who is a person mentioned in rule 16.1.b(1), the person remains a member of the Board.
3. If the Board removes a Secretary who is a person mentioned in rule 16.1.b(2) and who has been appointed to a casual vacancy on the Board under rule 16.5, the person remains a member of the Board.

18. Functions of Secretary

1. The Secretary's functions include, but are not limited to—
 - (a) calling meetings of the Church, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the Chairperson of the Board; and
 - (b) keeping minutes of each meeting; and
 - (c) keeping copies of all correspondence and other documents relating to the Church; and
 - (d) maintaining the register of members of the Church.

19. Membership of Board

1. The Board of the Church consists of a Chairperson, Treasurer, and any other members the Church members elect at a general meeting.

2. The Board shall have a minimum of 4 and maximum of 7 elected members.
3. The Senior Minister shall be an ex officio member of the Board.
4. A member of the Board, other than a Secretary appointed by the Board under rule 16.1.b(3), must be a member of the Church.
5. Each Board member is elected for a 3-year term. Board members can be renominated for a second term, but after 2 terms must wait 2 years before renomination.
6. A member of the Church may be appointed to a casual vacancy on the Board under rule 22.

20. Electing the Board

1. A member of the Board may only be elected as follows—
 - (a) any 2 members of the Church may nominate another member (the candidate) to serve as a member of the Board;
 - (b) the nomination must be—
 - 1) in writing; and
 - 2) signed by the candidate and the members who nominated him or her; and
 - 3) given to the Secretary at least 14 days before the annual general meeting at which the election is to be held;
 - (c) each member of the Church present and eligible to vote at the annual general meeting may vote for 1 candidate for each vacant position on the Board;
 - (d) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
2. A person may be a candidate only if the person—
 - (a) is an adult
 - (b) has been a member of the Church for at least 1 year.
 - (c) has a sense of calling to lead the Church in a Christlike manner
 - (d) is not ineligible to be elected as a member under section 61A of the Act.
3. A list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the Church for at least 7 days immediately preceding the annual general meeting.
4. If required by the Board, balloting lists must be prepared containing the names of the candidates in alphabetical order.
5. The Board must ensure that, before a candidate is elected as a member of the Board, the candidate is advised—
 - (a) whether or not the association has public liability insurance; and
 - (b) if the Church has public liability insurance—the amount of the insurance.

21. Resignation, Removal or Vacation of Office

1. A member of the Board may resign from the team by giving written notice of resignation to the Secretary.
2. The resignation takes effect at—
 - (a) the time the notice is received by the Secretary; or
 - (b) if a later time is stated in the notice—the later time.
3. A member of the Board may be removed from office at a general meeting of the Church if a majority of the members present and eligible to vote at the meeting vote in favour of removing the Board member.
4. Before a vote of members is taken about removing the Board member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
5. A Board member has no right of appeal against the member's removal from office under this rule.
6. A Board member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

22. Vacancies on the Board

1. If a casual vacancy happens on the Board, the continuing members of the team may appoint another member of the Church to fill the vacancy until the next annual general meeting.
2. The continuing members of the Board may act despite a casual vacancy on the Board.
3. However, if the number of Board members is less than the number fixed under rule 25(1) as a quorum of the Board, the continuing members may act only to—
 - (a) increase the number of Board members to the number required for a quorum; or
 - (b) call a general meeting of the Church.

23. Functions of the Board

1. Subject to these rules or a resolution of the members of the Church carried at a general meeting, the Board has the general control and management of the administration of the affairs, property and funds of the Church.
2. The Board has authority to interpret the meaning of these rules and any matter relating to the Church on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

Note— *The Act prevails if the association's rules are inconsistent with the Act—see section 1D of the Act.*

3. The Board may exercise the powers of the Church—
 - (a) to borrow, raise or secure the payment of amounts in a way the members of the Church decide; and

- (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Church in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Church's property, both present and future; and
 - (c) to purchase, redeem or pay off any securities issued; and
 - (d) to borrow amounts from members and pay interest on the amounts borrowed; and
 - (e) to mortgage or charge the whole or part of its property; and
 - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Church; and
 - (a) to provide and pay off any securities issued; and
 - (b) to invest in a way the members of the Church may from time to time decide.
4. For sub rule (3)(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by—
- (a) the financial institution for the Church; or
 - (b) if there is more than 1 financial institution for the Church—the financial institution nominated by the Board.
5. The Board is responsible for the overall governance, pastoral care and spiritual direction of the Church. This includes—
- (a) prioritising safety in all that the Church does. This encompasses safe culture, safe places, safe relationships and safe care so that all in the Church community feel safe and nurtured and have a voice.
 - (b) oversight of the processes to develop the mission and vision of the Church community
 - (c) developing and monitoring policies
 - (d) monitoring the effectiveness of the Board
 - (e) monitoring the effectiveness of the Senior Pastor
 - (f) monitoring the effectiveness of the Church's development towards its mission
 - (g) establishing quality assurance and accountability systems
 - (h) reviewing financial performance and reporting
 - (i) approving and monitoring the progress of major capital expenditure, capital management and acquisitions
 - (j) ensuring the development of the effective administration of the Church's risk management systems
 - (k) ensuring the risk management plan is reviewed, and updated with appropriate control strategies developed and managed to address identified risks
 - (l) managing compliance with external laws and regulations, in consultation with Churches of Christ in Queensland

- (m) conducting formal annual evaluation of the performance of the Senior Minister.
- 6. All confidential information received by the Board in the course of its duties remains the property of the Church and must be stored on Church-approved storage systems.
- 7. The Board shall be responsible for the good management and upkeep of all Church property and assets.

24. Board Meetings

1. Subject to this rule, the Board may meet and conduct its proceedings as it considers appropriate.

Note—See also sections 70B and 70C of the Act about requirements relating to the proceedings of the Board if a member of the Board has a material personal interest in a matter being considered at a Board meeting.

2. The Board must meet at least once every 3 months to exercise its functions.
3. The Board must decide how a meeting is to be called.
4. Notice of a meeting is to be given in the way decided by the Board.
5. The Board may hold meetings or permit a Board member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
6. A Board member who participates in the meeting as mentioned in sub rule (5) is taken to be present at the meeting.
7. A question arising at a Board meeting is to be decided by a majority vote of members of the Board present at the meeting and, if the votes are equal, the question is decided in the negative.
8. The Board Chairperson is to preside as Chairperson at a Board meeting.
9. If the Board Chairperson is not present within 10 minutes after the time fixed for a Board meeting, the members may choose one of their number to preside as Chairperson at the meeting.

25. Board Meeting Quorum

1. At a Board meeting, more than 50% of the members elected to the Board as at the close of the last general meeting of the members form a quorum.
2. If there is no quorum within 30 minutes after the time fixed for a Board meeting called on the request of members of the Board, the meeting lapses.
3. If there is no quorum within 30 minutes after the time fixed for a Board meeting called other than on the request of the members of the Board—
 - (a) the meeting is to be adjourned for at least 1 day; and
 - (b) the members of the Board who are present are to decide the day, time and place of the adjourned meeting.
4. If, at an adjourned meeting mentioned in sub rule (3), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

26. Special Meeting of the Board

1. If the Secretary receives a written request signed by at least 33% of the members of the Board, the Secretary must call a special meeting of the Board by giving each member of the Board notice of the meeting within 14 days after the Secretary receives the request.
2. If the Secretary is unable or unwilling to call the special meeting, the Chairperson must call the meeting.
3. A request for a special meeting must state—
 - (a) why the special meeting is called; and
 - (b) the business to be conducted at the meeting.
4. A notice of a special meeting must state—
 - (a) the day, time and place of the meeting; and
 - (b) the business to be conducted at the meeting.
5. A special meeting of the Board must be held within 14 days after notice of the meeting is given to the members of the Board.

27. Minutes of Board Meetings

1. The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Board meeting are recorded.
2. To ensure the accuracy of the minutes, the minutes of each Board meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next Board meeting, verifying their accuracy.

28. Appointment of Subcommittees

1. The Board may appoint a subcommittee consisting of members of the Church considered appropriate by the Board to help with the conduct of the Church's operations.
2. A member of the subcommittee who is not a member of the Board is not entitled to vote at a Board meeting.
3. A subcommittee may elect a Chairperson of its meetings.
4. If a Chairperson is not elected, or if the Chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be Chairperson of the meeting.
5. A subcommittee may meet and adjourn as it considers appropriate.
6. A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

29. Acts Not Affected by Defects or Disqualifications

1. An act performed by the Board, a subcommittee or a person acting as a member of the Board is taken to have been validly performed.
2. Sub rule (1) applies even if the act was performed when—
 - (a) there was a defect in the appointment of a member of the Board, subcommittee or person acting as a member of the Board; or
 - (b) a Board member, subcommittee member or person acting as a member of the Board was disqualified from being a member.

30. Resolutions of Board Without Meeting

1. A written resolution signed by each member of the Board is as valid and effectual as if it had been passed at a Board meeting that was properly called and held.
2. A resolution mentioned in sub rule (1) may consist of several documents in like form, each signed by 1 or more members of the Board.

31. Annual General Meetings

1. The first annual general meeting must be held within 6 months after the end date of the Church's first reportable financial year.
2. Each subsequent annual general meeting must be held—
 - (a) at least once each year; and
 - (b) within 6 months after the end date of the Church's reportable financial year.
3. The Church must elect the members of the Board to fill any vacancies that exist on the Board at the annual general meeting.
4. The following business must be conducted at each annual general meeting of the Church with regards to the requirements under the Act about association size—
 - (a) receiving the Church's financial statement, and annual return to the ACNC including any audit or verification reports required with that return for the last reportable financial year;
 - (b) presenting the financial statement and annual return to the ACNC including any audit or verification reports required with that return for the last reportable financial year to the meeting for adoption;
 - (c) appointing an auditor, an accountant or an approved person; as required for the present financial year.
5. The Church must vote on the proposed budget for the following financial year. If the budget is rejected a further general meeting will be called within 30 days to vote on an amended budget.
6. Any Church member requiring to have a matter brought to an annual general meeting shall prepare the proposal/statement in writing and give such notice to the Secretary no later than 6 weeks prior to the date of the meeting.

7. Annual reports should be submitted to the Secretary from the Chairperson of the Board, Senior Minister, and ministry leaders 3 weeks prior to the meeting.

32. Notice of General Meeting

1. The Secretary may call a general meeting of the Church.
2. The Secretary must give at least 14 days' notice of the meeting to each member of the Church.
3. The Secretary shall ensure that all reports, rationales and documents related to the agenda are available to members 14 days prior to the meeting.
4. If the Secretary is unable or unwilling to call the meeting, the Chairperson must call the meeting.
5. The Board may decide the way in which the notice must be given. However, notice of the following meetings must be given in writing—
 - (a) a meeting called to hear and decide the appeal of a person against the Board's decision—
 - 1) to reject the person's application for membership of the Church; or
 - 2) to terminate the person's membership of the Church.
 - (b) a meeting called to hear and decide a proposed special resolution of the Church.
6. A notice of a general meeting must state the business to be conducted at the meeting.

33. General Meeting Quorum and Adjournment

1. The quorum for a general meeting is at least the number of members elected or appointed to the Board at the close of the Church's last general meeting plus 1.
2. However, if all members of the Church are members of the Board, the quorum is the total number of members less 1.
3. No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
4. If there is no quorum within 15 minutes after the time fixed for a general meeting called on the request of members of the Board or the Church, the meeting lapses.
5. If there is no quorum within 15 minutes after the time fixed for a general meeting called other than on the request of members of the Board or the Church—
 - (a) the meeting is to be adjourned for at least 7 days; and
 - (b) the Board is to decide the day, time and place of the adjourned meeting.
6. The Chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
7. If a meeting is adjourned under sub rule (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.

8. The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
9. If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

34. Procedure at General Meeting

1. A member may take part and vote in a general meeting in person, by proxy, by attorney or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
2. A member who participates in a meeting as mentioned in sub rule (1) is taken to be present at the meeting.
3. At each general meeting—
 - (a) the Chairperson is to preside as Chairperson; and
 - (b) if the Chairperson is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect 1 of their number to be Chairperson of the meeting; and
 - (c) the Chairperson must conduct the meeting in a proper and orderly way.

35. Voting at General Meeting

1. At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.
2. Each member present and eligible to vote is entitled to 1 vote only and, if the votes are equal, the Chairperson has a casting vote as well as a primary vote.
3. A member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting.
4. The method of voting is to be decided by the Board.
5. However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
6. If a secret ballot is held, the Chairperson must appoint 2 members to conduct the secret ballot in the way the Chairperson decides.
7. The result of a secret ballot as declared by the Chairperson is taken to be a resolution of the meeting at which the ballot was held.
8. After the result is declared, the record of voting will then be destroyed if possible.

36. Special General Meeting

1. The Secretary must call a special general meeting by giving each member of the Church notice of the meeting within 14 days after—
 - (a) being directed to call the meeting by the Board; or

- (b) being given a written request signed by—
 - 1) at least 33% of the number of members of the Board when the request is signed; or
 - 2) at least the number of ordinary members of the Church equal to double the number of members of the Board when the request is signed plus 1; or
 - (c) being given a written notice of an intention to appeal against the decision of the Board—
 - 1) to reject an application for membership; or
 - 2) to terminate a person's membership.
2. A request mentioned in sub rule (1)(b) must state—
 - (a) why the special general meeting is being called; and
 - (b) the business to be conducted at the meeting.
 3. A special general meeting must be held within 3 months after the Secretary—
 - (a) is directed to call the meeting by the Board; or
 - (b) is given the written request mentioned in sub rule (1)(b); or
 - (c) is given the written notice of an intention to appeal mentioned in sub rule (1)(c).
 4. If the Secretary is unable or unwilling to call the special meeting, the Chairperson must call the meeting.

37. Absentee or Proxy voting

1. An instrument appointing a proxy must be in writing and state the following details:
 - (a) name of the Church; and
 - (b) member's name; and
 - (c) who the member is appointing as proxy to vote on their behalf; and
 - (d) the date of the meeting for which the proxy appointment is for; and
 - (e) the member's signature and date signed.
2. The instrument appointing a proxy must be signed by the appointor.
3. A proxy may be a member of the Church or another person.
4. The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.
5. Each instrument appointing a proxy must be given to the Secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote.
6. Unless otherwise instructed by the appointor, the proxy may vote as the proxy considers appropriate.

7. If a member wants a proxy to vote for or against a resolution, the instrument appointing the proxy must state the resolution and how to vote for that resolution.
8. Proxy votes may be lodged via electronic or paper means. Electronic forms will appear on the Church website in the "Members" area. Paper forms will be available at Church services in the same timeframe required to call the meeting.

38. Minutes of general meetings

1. The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are recorded in writing.
2. To ensure the accuracy of the minutes—
 - (a) the minutes of each general meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next general meeting, verifying their accuracy; and
 - (b) the minutes of each annual general meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next meeting of the Church that is a general meeting or annual general meeting, verifying their accuracy.
3. If asked by a member of the Church, the Secretary must, within 28 days after the request is made—
 - (a) make the minutes for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
 - (b) give the member copies of the minutes of the meeting.
4. The Church may require the member to pay the reasonable costs of providing copies of the minutes.

39. Dispute resolution Procedure

1. The dispute resolution procedure in this clause applies to disputes (disagreements) under this constitution between a Church member or Board member and:
 - (a) one or more members
 - (b) one or more Board members, or
 - (c) the Church.
2. Those involved in the dispute must try to resolve it between themselves within 14 days of knowing about it.
3. If those involved in the dispute do not resolve it under subrule 2, they must within 10 days:
 - (a) advise the Board of the dispute in writing
 - (b) agree or request that a mediator be appointed, and
 - (c) attempt in good faith to settle the dispute by mediation.
4. The mediator must:
 - (a) be chosen by agreement of those involved, or

- (b) where those involved do not agree:
 - 1) for disputes between members, a person chosen by the Board, or
 - 2) for other disputes, a person chosen by either the Commissioner of the Australian Charities and Not-for-profits Commission or the president of the law institute or society in the state or territory in which the Church has its registered office.
- 5. A mediator chosen by the Board under rule 4(b)2
 - (a) may be a member or former member of the Church
 - (b) must not have a personal interest in the dispute, and
 - (c) must not be biased towards or against anyone involved in the dispute.
- 6. When conducting the mediation, the mediator must:
 - (a) allow those involved a reasonable chance to be heard
 - (b) allow those involved a reasonable chance to review any written statements
 - (c) ensure those involved are given natural justice, and
 - (d) not make a decision on the dispute.
 - (e) ensure the member is able to provide an explanation to the Board, and details of how to do so.

40. Alteration of Constitution

- 1. Subject to the Act, these rules may be amended, repealed, or added to by a special resolution carried at a general meeting by a 75% majority.
- 2. However, an amendment, repeal or addition is valid only if it is registered by the Chief Executive.
- 3. Proposed alterations to these rules must be presented in writing to the Board 2 months before a duly convened meeting of members.
- 4. These rules must not be amended in such a way as to render the Church no longer eligible for charity status.

41. Funds and Accounts

- 1. The funds of the Church must be kept in an account in the name of the Church in a financial institution decided by the Board.
- 2. Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Church.
- 3. All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- 4. All payments by the Church must be made through the Bank Account.
- 5. If payment is made by cheque, the cheque must be signed by any two of the Chairperson, Secretary, Treasurer or other member authorised from time to time by the Board.

6. Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupments which may be open.
7. The Board shall determine the amount of petty cash which shall be kept on the imprest system.
8. All expenditure not approved in the annual budget must be approved or ratified at a Board meeting.
9. On behalf of the Board, the Treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
10. The income and property of the Church must be used solely in promoting the Church's objects and exercising the Church's powers.

42. Documents

The Board must ensure the safe custody of books, documents, instruments of title and securities of the Church.

43. Financial Year

The end date of the Church's financial year is 30 June in each year.

44. Application of Income and Property

The income and property of the Church, from wherever it is derived, must be applied solely towards the purpose of the Church as set out in rule 5.

45. Indemnity Insurance

The Church must provide adequate insurance to protect its members, Board and employees against liability incurred by them while acting on behalf of the Church.

46. No Distribution to Members

1. No portion of the income or property of the Church may be paid directly or indirectly to any individual member.
2. Sub rule 1 does not prevent:
 - (a) the payment of remuneration to any officer, employee or member of the Church in return for any services actually rendered to the Church, or for goods supplied and in the ordinary way of business; or
 - (b) the reimbursement of approved expenses reasonably incurred by a member on behalf of the Church; or
 - (c) the distribution of welfare support that comes within the approved scope and budget of ministries.

47. Distribution of Surplus Assets

1. This rule applies if the Church—
 - (a) is wound-up under part 10 of the Act; and
 - (b) has surplus assets.
2. The surplus assets must not be distributed among the members of the Church.
3. The surplus assets must be given to another entity—
 - (a) having objects similar to the Church's objects; and
 - (b) the rules of which prohibit the distribution of the entity's income and assets to its members.
4. Upon winding up, the assets of the Church held in trust for Churches of Christ in Queensland (Trust Property) must be dealt with in accordance with the Constitution of Churches of Christ in Queensland.
5. For the avoidance of doubt, upon winding up, the liabilities of the Church remain with the Church and are not assumed by Churches of Christ in Queensland.

48. Church ceases to be an Affiliate of Churches of Christ in Qld

1. Where the Church ceases to be an affiliate of Churches of Christ in Queensland, the assets of the Church held in trust for Churches of Christ in Queensland (the trust property) will be dealt with in as determined by CofCQ Conference Council after appropriate discussion has been had by Churches of Christ in Queensland with the Church.
2. Churches of Christ in Queensland is entitled to deal with the Church's trust property in the manner determined by CofCQ Conference Council as being in the best interest of advancing Churches of Christ of Queensland charitable purposes and managed in accordance with rules 11.10, 11.11, 11.12 and 11.13 of the Constitution of the Churches of Christ in Queensland, or their equivalent, as in place from time to time.