



## IMMANUEL LUTHERAN CHURCH, NOVAR GARDENS INCORPORATED CONSTITUTION

Accepted by the Congregation on: 15<sup>th</sup> September 2019

[Signature]  
Chairperson

[Signature]  
Secretary

Accepted by the  
District Church Council Lutheran Church of Australia Incorporated,  
South Australia and Northern Territory District Incorporated, on 29/9/19

[Signature]  
Bishop

[Signature]  
District Administrator



## CONTENTS

CONTENTS .....	2
1. NAME AND INTERPRETATION .....	3
2. CONFESSION.....	4
3. RELATIONSHIP TO THE CHURCH .....	5
4. OBJECTS.....	5
5. MEMBERSHIP .....	6
6. TERMINATION OF MEMBERSHIP .....	8
7. RESPONSIBILITIES AND RIGHTS OF MEMBERS.....	9
8. INSPECTION OF RECORDS AND DOCUMENTS BY MEMBERS .....	9
9. THE MINISTRY .....	9
10. AUTHORITY AND POWERS OF THE CONGREGATION.....	10
11. GENERAL MEETINGS .....	11
12. ELECTION OF OFFICE HOLDERS .....	15
13. DUTIES OF THE OFFICE HOLDERS.....	15
14. CHURCH COUNCIL .....	16
15. PROCEEDINGS AND POWERS OF THE CHURCH COUNCIL.....	16
16. STANDING COMMITTEES .....	18
17. SUB-COMMITTEES.....	19
18. AUXILIARIES.....	19
19. CHURCH COUNCIL MEETINGS.....	19
20. DUTIES OF THE CHURCH COUNCIL.....	21
21. FINANCIAL REVIEW .....	21
22. STANDING COMMITTEES OF THE CONGREGATION.....	21
23. PUBLIC OFFICER.....	24
24. THE SEAL.....	24
25. NOT FOR PROFIT RULE .....	25
26. CHURCH DISCIPLINE .....	25
28. ALTERATIONS TO THIS CONSTITUTION .....	26

## 1. NAME AND INTERPRETATION

### 1.1 Name

The name of this Congregation is IMMANUEL LUTHERAN CHURCH, NOVAR GARDENS INCORPORATED.

### 1.2 Interpretation

In this Constitution and any By-laws made thereunder, unless the context or subject matter otherwise requires:

- 1.2.1 **'the Church'** means the Lutheran Church of Australia Incorporated;
- 1.2.2 **'the District'** means the Lutheran Church of Australia, South Australia and Northern Territory District Incorporated;
- 1.2.3 **'Evangelical Lutheran Church'** means a generic reference to churches throughout the world which proclaim the Gospel of Jesus Christ as understood and confessed in the Book of Concord of 1580;
- 1.2.4 **'the Congregation'** means Immanuel Lutheran Church Novar Gardens Incorporated;
- 1.2.5 **'pastor'** means a person who is on the roll of pastors of the Church as defined in Article 5 of the Constitution of the Church;
- 1.2.6 **'the Pastor'** means the Pastor of the Congregation;
- 1.2.7 **'the Church Council'** means the committee of the Congregation elected to administer the affairs of the Congregation;
- 1.2.8 **'Office Holder'** means a person who occupies or acts in the position of a member of the Church Council
- 1.2.9 **'Officer'** has the meaning as set down in Section 3 of the Act viz:

*officer* of an incorporated association means—

(a) any person who—

(i) occupies or acts in a position of—

(A) a member of the committee of the association; or

(B) the secretary, treasurer or public officer of the association; or

(ii) is concerned, or takes part, in the management of the affairs of the association,

by whatever name called and whether or not validly appointed to occupy or duly authorised to act in the position; or

(b) the holder of any other office established by the rules of the association (except a patron or the holder of some other honorary office that confers no right to participate in the management of the affairs of the association); or

(c) any person in accordance with whose directions or instructions the committee of the association is accustomed to act;

- 1.2.10 **'the Act'** means the South Australian *Associations Incorporation Act, 1985* as amended from time to time and includes any replacement of that Act or any provisions substituted for, and all regulations and statutory instruments issued under that Act;
- 1.2.11 **'financial year'** means the year ending 31<sup>st</sup> December;
- 1.2.12 words importing the **singular** number shall be deemed to include the **plural** number and vice versa where appropriate;
- 1.2.13 **'financial reveiwer'** means a person having appropriate financial knowledge and skill to examine and review accounts and records of a non-prescribed association; and
- 1.2.14 **'special resolution'** means a resolution that is passed after due notice has been given and which has been processed in accordance with the requirements of the Act.

If a special resolution is to be considered at a general meeting:

- 1.2.14.1 at least twenty one [21] days written notice of the meeting must be given to each member; and
- 1.2.14.2 the meeting notice must:
- 1.2.14.2.1 set out the wording of the proposed resolution; and
- 1.2.14.2.2 state that the resolution is intended to be proposed as a special resolution.

and the resolution is passed by a majority of not less than three quarters of the members being entitled to do so, vote in person at that meeting.

## 2. CONFESSION

The Congregation declares that the Congregation:

- 2.1 accepts without reservation the Holy Scriptures of the Old and New Testaments, as a whole and in all their parts, as the divinely inspired, written and inerrant Word of God, and as the only infallible source and norm for all matters of faith, doctrine and life; and
- 2.2 acknowledges and accepts as true expositions of the Word of God and as the Congregation's own confession all the Symbolical Books of the Evangelical Lutheran Church contained in the Book of Concord of 1580, namely, the three Ecumenical Creeds: the Apostles' Creed, the Nicene Creed, and the Athanasian Creed; the Unaltered Augsburg Confession; the Apology of the Augsburg Confession; the Smalcald Articles; the Small Catechism of Luther; the Large Catechism of Luther; and the Formula of Concord.
- 2.3 The Congregation requires that all instruction and practice shall conform to the doctrinal basis laid down in Rule 0 of this constitution.

### 3. RELATIONSHIP TO THE CHURCH

The Congregation, as a member of the Church and of the District:

- 3.1 accepts the Constitution and By-laws of the Church and of the District;
- 3.2 undertakes to participate in the work of the Church and of the District and to promote their Objects;
- 3.3 agrees that where an amicable settlement on a question of ownership or control of any of congregational property cannot be reached, every effort in keeping with 1 Corinthians 6 shall be made to avoid action in the civil courts by seriously seeking to settle any differences through the mediation and adjudication of the judicial system of the Church; and
- 3.4 agrees to submit to the Bishop of the District any amendment, alteration, addition, or repeal which the Congregation may make to this Constitution and By-laws for determination by the Church Council of the District that the amended Constitution and By-laws remain in conformity with Article 4.1 of the Constitution of the Church.
- 3.5 In common with the Church, the Congregation regards unity in and the application in practice of doctrine as the necessary prerequisite for church fellowship, and rejects all forms of religious syncretism or unionism which are not in accord with the confessional position of the Church. The Congregation therefore adheres to the following principles:
  - 3.5.1 Lutheran pulpits are for Lutheran pastors only and in determining any exception the consent of the Bishop of the Church must be obtained; and
  - 3.5.2 Lutheran altars are for Lutheran communicants only and in determining any exceptions the Pastor shall exercise conscientious judgment consistent with the confession of the Church and its pastoral guidelines.
- 3.6 In common with the Church, the Congregation regards as anti-christian any organisation or society, secret or open, which while practising forms of religion does not confess faith in the Triune God and in the Lord Jesus Christ as the only Saviour from sin, and which in teaching or in practice substitutes salvation by works for salvation in Christ.

### 4. OBJECTS

The Objects of the Congregation are to:

- 4.1 glorify the Triune God in its worship and in its work;
- 4.2 bear witness to the Lord Jesus Christ through the proclamation of the Gospel in accordance with the Confession and practice of the Church;
- 4.3 gather into the Congregation such persons as are, or desire to become, members of the Church for their edification through the Word and the Sacraments;
- 4.4 help the members to dedicate their God-given spiritual, material and physical gifts to the service of their Lord;

- 4.5 enable the members to reach out into the community in their daily lives and in their congregational activities as bearers of the Gospel;
- 4.6 minister to human need in the name of Jesus Christ our Lord in the spirit of Christian charity and service;
- 4.7 exercise discipline over the members in conformity with the Scriptures and the Confession of the Congregation;
- 4.8 join with the Church and the District in building and extending the Kingdom of God; and
- 4.9 acquire, dispose of or otherwise deal with real and personal property in the interest of the work of the Church and the Congregation.
- 4.10 maintain and promote a culture of care in all areas of the Congregation and its activities, so that all people, especially the vulnerable such as children and the aged, are protected against any form of spiritual, emotional, physical and sexual abuse by ensuring that:
  - 4.10.1 appropriate governance and leadership structures are in place;
  - 4.10.2 policies and procedures are appropriately prescribed;
  - 4.10.3 a culture of safety and care for children and all people is actively encouraged and practiced; and
  - 4.10.4 the well-being of pastors, teachers and other church workers in the performance of their duties and the maintenance of their rights is supported and promoted.

## 5. MEMBERSHIP

The Congregation shall consist of baptised, confirmed, communing, guest and voting members.

### 5.1 Baptised Members

Baptised Members are all those who:

- 5.1.1 have been baptised in the Congregation; or
- 5.1.2 have been received as baptised members by transfer from another Congregation of the Church; or
- 5.1.3 have been baptised in accordance with the institution of Christ and have placed themselves or have been placed under the spiritual care of the Congregation; or
- 5.1.4 after instruction in and acceptance of the Christian faith have been received into the Congregation by adult reception according to the rites and practice of the Evangelical Lutheran Church.
- 5.1.5 Towards these the Congregation recognises a continuing spiritual ministry so long as they remain in the community of the Congregation.

## 5.2 Confirmed Members

Confirmed Members are all those baptised members who:

- 5.2.1 have been confirmed in the Congregation; or
- 5.2.2 have been received as confirmed members by transfer from another Congregation of the Church; or
- 5.2.3 after instruction in and acceptance of the Christian faith have been received into the Congregation by adult reception according to the rites and practice of the Evangelical Lutheran Church.

## 5.3 Communing Members

Communing Members are all those baptised members who:

- 5.3.1 are defined as confirmed members in Rule 5.2 and who commune at least twice a year; or
- 5.3.2 after instruction in the Sacrament of Holy Communion have been admitted to communion prior to confirmation and who commune at least twice a year.

## 5.4 Guest Members

Guest Members are those who, while absent from their home congregation, regularly worship in the Congregation.

## 5.5 Under Spiritual Care People

Under Spiritual Care People are those people with whom the Congregation is in contact and who are not defined in any of the above categories. Towards these, the Congregation recognises a duty of spiritual care.

## 5.6 Voting Members

5.6.1 Voting Members shall be persons who:

- 5.6.1.1 are both confirmed and communing members;
- 5.6.1.2 accept the Constitution of the Congregation; and
- 5.6.1.3 have reached the age of 16 years.

5.6.2 The duty of voting members is to attend the general meetings of the Congregation.

5.6.3 Any voting member whose right to partake of the Lord's Supper has been suspended by the Congregation as an act of church discipline is not entitled to exercise the right to vote while under such suspension.

5.6.4 A voting member shall be deemed to have commenced voting membership upon the satisfaction of the criteria listed in the Rule 5.6.1 and there shall not be any further requirements such as entrance fees, membership or subscription fees of any kind.

## 5.7 Register of Voting Members

5.7.1 The Congregation shall maintain a register of members in all the aforementioned categories and retain such records for preservation as the property of the Congregation and the Church.

- 5.7.2 The Congregation shall make the register available for inspection by members upon request.

5.8 Proxy Voting

There shall be no voting by proxy at any meeting of the Congregation.

5.9 Duties of Members

The duties of members shall be to:

- 5.9.1 strive to remain true to the baptismal covenant;
- 5.9.2 make diligent use of the Means of Grace, joining regularly in hearing the Word of God and partaking of the Lord's Supper;
- 5.9.3 lead a Christian life in love, humility and peace, endeavouring through admonition, consolation and encouragement to edify one another;
- 5.9.4 present their children for Holy Baptism in early infancy and diligently nurture them in the Christian faith in the home and in the schools provided by the Congregation;
- 5.9.5 study the Scriptures in private and family devotions in the home;
- 5.9.6 promote the unity and welfare of the Congregation as a family of God;
- 5.9.7 express their gratitude to God for His material gifts and blessings by contributing regularly towards the financial support of the Congregation and of the Church as the Lord has prospered them;
- 5.9.8 recognise and carry out their mission to the community in their daily lives and in the activities of the Congregation;
- 5.9.9 minister to human need in the name of Jesus Christ our Lord in the spirit of Christian love and service;
- 5.9.10 support the Pastor in all work in the Congregation and community through prayer and personal concern for the Pastor's spiritual and material welfare; and
- 5.9.11 avoid holding membership in anti-christian societies.

## 6. TERMINATION OF MEMBERSHIP

6.1 Membership in the Congregation shall terminate when:

- 6.1.1 persons are received into membership in another congregation of the Evangelical Lutheran Church after having obtained a Letter of Transfer from the Congregation; or
- 6.1.2 persons join another church outside the fellowship of the Evangelical Lutheran Church; or
- 6.1.3 the whereabouts of persons are unknown and cannot be established, in which case the names of such persons shall be removed from the list of members by action of the congregational meeting; or
- 6.1.4 persons are excommunicated or exclude themselves.



- 6.2 Any action involving excommunication shall be determined according to the principles of Scripture contained in Matthew 18:15-20 and related passages. Persons who refuse to accept Christian admonition and to discuss their case with the Congregation or its representatives thereby exclude themselves.
- 6.3 Upon termination of membership such members' right, title, interest or claim in, to, and upon any property of the Congregation shall cease and they shall have no claim to compensation for contributions made by them.

## 7. RESPONSIBILITIES AND RIGHTS OF MEMBERS

- 7.1 Notwithstanding the duties of members referred to in Rule 5.9, members have responsibilities as required by the Act.
- 7.2 Membership of the Congregation does not confer on a member any right, title or interest in any real or personal property of the Congregation.

## 8. INSPECTION OF RECORDS AND DOCUMENTS BY MEMBERS

- 8.1 A member wishing to inspect the register of members, the record of the names and addresses of Church Council members or any other record or document of the Congregation must contact the Secretary to make the necessary arrangements for the inspection and may do so free of charge.
- 8.2 If the member wishes to inspect a document that records the minutes of a Church Council meeting, the right to inspect that document is subject to any decision the Church Council has made about minutes of Church Council meetings generally, or the minutes of a specific Church Council meeting, being available for inspection by members.
- 8.3 The member may make a copy of or take an extract from a record or document of the Congregation but does not have a right to remove the record or document for that purpose and must not use or disclose information in such record or document except for a purpose:
  - 8.3.1 that is directly connected with the affairs of the Congregation; or
  - 8.3.2 that is related to complying with a requirement of the Act.

## 9. THE MINISTRY

- 9.1 The Congregation recognises and upholds the Office of the Ministry as the office divinely instituted for the public administration of the Means of Grace.
- 9.2 Unless otherwise stated, the duties of the Pastor shall be as contained in the Letter of Call and shall include the duty to:
  - 9.2.1 preach the Word of God and administer the Holy Sacraments according to the Confession of the Congregation as prescribed in Rule 1.2.14;

- 9.2.2 comfort, instruct, reprove, admonish, and warn, both publicly and privately, the members of the Congregation as the Word of God directs in 2 Timothy 4:1-5;
  - 9.2.3 exercise pastoral oversight over all organisations and activities of the Congregation;
  - 9.2.4 live an exemplary life;
  - 9.2.5 visit the sick, the infirm, the destitute, and the afflicted, and to exercise pastoral care among the members of the Congregation;
  - 9.2.6 diligently instruct and train the young;
  - 9.2.7 equip and help the members to fulfil their Christian ministry for the edifying of the body of Christ and for outreach into the community;
  - 9.2.8 be mindful of the calling as a winner of souls, both within and without the Congregation;
  - 9.2.9 be responsible for ensuring the keeping and preservation of accurate congregational records;
  - 9.2.10 exercise as much as possible the right to attend the meetings of all committees and organisations of the Congregation; and
  - 9.2.11 submit a written pastoral report to the annual meeting of the Congregation.
- 9.3 The right of the Congregation to call a pastor shall be exercised, where applicable in association with other congregations:
- 9.3.1 in consultation with the Bishop of the District or the person deputising for the Bishop, and with regard to the regulation of the Church and of the District; and
  - 9.3.2 only at a meeting duly convened for this purpose and conducted according to the rules of the Church concerning calls and transfers.

## 10. AUTHORITY AND POWERS OF THE CONGREGATION

- 10.1 The Congregation as a body shall have power, as conferred by Section 25 of the Act, to administer and manage all congregational affairs by a majority of those voting members casting a vote unless otherwise specified by this Constitution.
- 10.1.1 These powers shall include without limitation the power to:
- 10.1.1.1 acquire, hold, deal with and dispose of any real or personal property;
  - 10.1.1.2 administer any property on trust;
  - 10.1.1.3 open and operate bank accounts;
  - 10.1.1.4 invest monies:
    - 10.1.1.4.1 in any security in which trust monies may, by Act of Parliament; be invested, or
    - 10.1.1.4.2 in any other manner approved by the Congregation;
  - 10.1.1.5 borrow money upon such terms and conditions as the Congregation shall think fit;
  - 10.1.1.6 give such security for the discharge of liabilities incurred by the Congregation as the Congregation shall think fit;

- 10.1.1.7 appoint agents to transact any business of the Congregation on behalf of the Congregation; and
  - 10.1.1.8 enter into any other contract, arrangement or understanding considered necessary or desirable.
- 10.1.2 The Congregation, however, shall not be empowered to decide anything contrary to the Word of God and the Confession of the Congregation in Rule 1.2.14, and any such decision shall be null and void. In matters of doctrine a decision shall be made only after careful study of the Word of God in accordance with Rule 0.
- 10.2 The Congregation shall have the right to appoint volunteers and employ staff, and may exercise this right, where applicable, in association with other congregations, in accordance with the regulations of the Church and of the District.
- 10.3 The Congregation may appoint such other officers, committees and persons and establish auxiliaries as need and occasion require for the proper conduct and management of its affairs as prescribed or as determined by resolution of the Congregation.
- 10.4 Officers or committees, whether elected or appointed by the Congregation, shall have no authority beyond that which has been conferred upon them, and whatever power may have been delegated to them may at any time be varied or revoked by the Congregation.
- 10.5 A pastor may be removed from office by the Congregation in Christian and lawful order in accordance with the rules of the Church, for any one [1] of the following causes:
  - 10.5.1 persistent adherence to false doctrine; or
  - 10.5.2 scandalous life; or
  - 10.5.3 wilful and persistent neglect of official duties; or
  - 10.5.4 physical or mental incapacity.
- In any such procedure voting shall be by ballot.
- 10.6 A staff member employed under the conditions of a particular employment arrangement may only be dismissed in accordance with the terms and conditions of that arrangement.
- 10.7 The establishment and conduct of all institutions and societies within the Congregation shall at all times be subject to the approval and supervision of the Congregation.

## 11. GENERAL MEETINGS

### 11.1 Annual General Meeting

- 11.1.1 The Annual General Meeting of the Congregation shall be held as soon as possible and no later than five [5] months after the end of the financial year.
- 11.1.2 The business to be conducted at the meeting shall include:

- 11.1.2.1 the presentation and receipt of the Chairperson's report;
- 11.1.2.2 the presentation and receipt of the Pastor's report;
- 11.1.2.3 the presentation and receipt of reports of any committees and auxiliaries of the Congregation;
- 11.1.2.4 the presentation and adoption of the reviewed financial statements of the Congregation for the previous financial year;
- 11.1.2.5 any other matters listed on the agenda.

## 11.2 Budget and Elections General Meeting

- 11.2.1 The Budget and Elections General Meeting of the Congregation shall be held prior to the end of the financial year.
- 11.2.2 The business to be conducted at the meeting shall include:
  - 11.2.2.1 the election of the Officers of the Congregation pursuant to Rule 12;
  - 11.2.2.2 the election Standing Committees of the Congregation pursuant to Rule 22.7;
  - 11.2.2.3 the presentation and adoption of the budget for the next financial year; and
  - 11.2.2.4 any other matters listed on the agenda.

## 11.3 Taking up of Office

- 11.3.1 The newly elected officers and committee members elected at the General Meeting pursuant to Rule 11.2.2.1 shall assume their duties at the beginning of the next Financial Year.
- 11.3.2 Officers or committee members appointed by the Church Council to fill casual vacancies pursuant to Rule 15.6 shall assume their duties at the next meeting of the committee or Church Council.

## 11.4 Elections of Officers and Committees

The election of officers and committees shall be undertaken in the following manner.

### 11.4.1 Eligible for Election

All voting members of the congregations shall be eligible for positions of officers and standing committees.

### 11.4.2 Nominations for all positions shall be:

- 11.4.2.1 provided to the Nominations Committee pursuant to Rule 22.2.2;
- 11.4.2.2 reviewed by the Nominations Committee to ensure nominees are eligible for election and submitted to the Church Council;
- 11.4.2.3 circulated to the members with the meeting agenda at least 21 days prior to the meeting;
- 11.4.2.4 additional nominations, except for the position of pastoral assistant, may only be made by voting members at the meeting, provided that:
  - 11.4.2.4.1 the consent of the person nominated has been obtained; and
  - 11.4.2.4.2 there are no nominations provided by the Nominations Committee.

11.4.3 Elections

- 11.4.3.1 Where there are more nominations for any position than the required number to fill such position(s), an election shall be conducted.
- 11.4.3.2 Elections shall be conducted by ballot.

11.5 General Meetings

- 11.5.1 The Congregation may conduct other general meetings as determined by the Congregation.
- 11.5.2 General meetings may be called by:
  - 11.5.2.1 the Pastor; or
  - 11.5.2.2 the Committee of Pastoral Assistants; or
  - 11.5.2.3 the Church Council; or
  - 11.5.2.4 the Chairperson upon the written request of any ten [10] voting members.
- 11.5.3 Details of the reason for the request for a Special General Meeting must be made available in writing to the Chairperson of the Congregation.

11.6 Notice of Meetings

- 11.6.1 Subject to any other provisions in this Constitution, notice of a general meeting shall be given by spoken, printed or electronic announcements to the congregation at least fourteen [14] days preceeding the meeting.
- 11.6.2 The chief business to come before the meeting shall be announced at the same time that notice of such meeting is given.
- 11.6.3 The scheduling of a special meeting shall not exceed one [1] calendar month from the date on which the initial request was received by the Chairperson.

11.7 Quorum

- 11.7.1 In addition to any other specific provisions concerning a quorum laid down in this Constitution, the following provisions shall apply:
- 11.7.2 A quorum of one-seventh [1/7] of all voting members shall be required for the transaction of ordinary business.
- 11.7.3 A quorum of one-quarter [1/4] of all voting members shall be required for the
  - 11.7.3.1.1 calling of a pastor;
  - 11.7.3.1.2 removal from office of a pastor,
  - 11.7.3.1.3 buying or selling of real property; or
  - 11.7.3.1.4 undertaking of an unbudgeted financial commitment by the Congregation in excess of five percent [5%] of the annual budget.
- 11.7.4 In the event of there not being a quorum within thirty [30] minutes of the appointed starting time of a meeting of the Congregation, the meeting shall lapse and be rescheduled to occur at a venue within one [1] calendar month at a date, time and place decided upon by the voting members present.

- 11.7.5 If within thirty [30] minutes of the time appointed for the rescheduled meeting a quorum is not present, the members who are present may proceed only with the business on the agenda of that general meeting as if a quorum was present. The calling of any subsequent meeting shall be in accordance with Rule 11.6.

## 11.8 Voting at Meetings

- 11.8.1 The Chairperson may determine when a vote is to be taken in accordance with the following:
- 11.8.1.1 During a debate the Chairperson may seek an indication of readiness to vote.
  - 11.8.1.2 If there is an indication of a significant or high number of possible abstentions from voting by reason of indecision or by absence from the meeting, the Chairperson may decide:
    - 11.8.1.2.1 to continue the discussion; or
    - 11.8.1.2.2 defer the motion.
- 11.8.2 Unless otherwise stipulated in this constitution a majority of those voting members casting a vote shall decide the motion.
- 11.8.3 In the event of an equality of votes, the Chairperson shall declare the motion is lost.
- 11.8.4 Unless otherwise stipulated, the Chairperson shall ordinarily decide the manner of voting, whether by show of hands or by ballot, but the meeting may decide by ordinary resolution the manner of voting to be adopted.
- 11.8.5 All resolutions carried at a duly convened meeting of the Congregation shall be binding upon all members of the Congregation, whether present or absent, or refraining from voting, provided always that the required quorum is present.
- 11.8.6 The conduct of the meetings shall, where applicable, be in accordance with the rules for transacting business adopted by the Church.

## 11.9 Agenda

- 11.9.1 Items may be placed on the agenda of any regular meeting of the Congregation by:
- 11.9.1.1 any voting member; or
  - 11.9.1.2 any committee appointed by the Congregation; or
  - 11.9.1.3 any organisation of the Congregation; or
  - 11.9.1.4 the Pastor.

## 11.10 Minutes of Meetings

- 11.10.1 The Chairperson shall ensure that minutes of all resolutions and proceedings of any general meeting of the Congregation are kept and signed as a true and correct record of the meeting.
- 11.10.2 All minute books, records, and correspondence of the Congregation, officers and committees shall remain the property of the Congregation.

## 12. ELECTION OF OFFICE HOLDERS

12.1 The Congregation shall elect the following Office Holders for a term of 2 years:

- 12.1.1 a Chairperson;
- 12.1.2 a Vice-Chairperson;
- 12.1.3 a Secretary;
- 12.1.4 a Treasurer; and
- 12.1.5 any such other office holders as the Congregation may determine.

12.2 Office Holders shall be eligible for re-election.

12.3 The Congregation shall elect Synod Delegates according to the rules of the District and the Church. Such delegates shall serve at the convention of the Synods of the District and the Church for the period of the synodical terms.

## 13. DUTIES OF THE OFFICE HOLDERS

13.1 The Chairperson

The Chairperson shall:

- 13.1.1 preside at meetings of the Church Council and the Congregation;
- 13.1.2 ensure that all elected and appointed officers and committees effectively carry out their assigned duties and generally encourage and cooperate with all office bearers;
- 13.1.3 ensure that an agenda is prepared for the meetings of the Church Council and the Congregation; and
- 13.1.4 submit a report to the Annual General Meeting of the Congregation.

13.2 The Vice-Chairperson

The Vice Chairperson shall:

- 13.2.1 serve as Chairperson in the absence or inability of the Chairperson to act, or at the request of the Chairperson; and
- 13.2.2 assume the office of Chairperson, when a vacancy occurs.

13.3 The Secretary

The Secretary shall:

- 13.3.1 keep an accurate record of all proceedings of the Church Council and the Congregation;
- 13.3.2 attend to all correspondence unless it is delegated to another person;
- 13.3.3 receive all items and motions for the agenda from the committees, auxiliaries and members of the Congregation at least two [2] weeks before any general meeting of the Congregation;

- 13.3.4 prepare an agenda for each meeting of the Congregation and Church Council and ensure that it is distributed in time for the meeting;
- 13.3.5 ensure that a notice signifying the purpose and date of any special meeting is given to the Congregation in accordance with the requirement in Rule 11.6; and
- 13.3.6 ensure that officers and committees are informed of any resolutions which affect their functions.

#### 13.4 The Treasurer

The Treasurer shall ensure that:

- 13.4.1 an accurate record of receipts and payments is kept in the form required by the Congregation;
- 13.4.2 all accounts authorised by the Church Council or the Congregation are paid promptly;
- 13.4.3 all monies for Church and District purposes are remitted regularly;
- 13.4.4 progress reports on the finances of the Congregation for meetings of the Church Council and the Congregation are prepared;
- 13.4.5 a budget is prepared for the following financial year for presentation to the Congregation for adoption; and
- 13.4.6 financial records of the Congregation are submitted for review as required by the Congregation.

### 14. CHURCH COUNCIL

The Congregation shall appoint a committee of management, called the Church Council, which shall consist of:

- 14.1 the Chairperson of the Congregation;
- 14.2 the Vice-Chairperson of the Congregation;
- 14.3 the Secretary of the Congregation;
- 14.4 the Treasurer of the Congregation;
- 14.5 representatives as determined, from pastoral assistants, committees, auxiliaries and other organisations of the Congregation.

The Pastor shall be a non-voting member of the Church Council.

### 15. PROCEEDINGS AND POWERS OF THE CHURCH COUNCIL

#### 15.1 General Proceedings of the Church Council

The Church Council shall:

- 15.1.1 meet for the conduct and dispatch of business, adjourn and otherwise regulate meetings and proceedings, as the Church Council sees fit;



- 15.1.2 have the power to co-opt additional members for special projects or assignments; and
- 15.1.3 cause to be kept and recorded minutes of all resolutions and proceedings of meetings of the Church Council and shall cause such minutes to be signed by the Chairperson of the meeting or of the succeeding meeting.

## 15.2 Financial Powers

Without affecting the generality of the foregoing, the Church Council may:

- 15.2.1 invest monies of the Congregation in such manner as the Committee may determine. Trust monies shall be invested according to any rules governing the investment of Trust Funds.
- 15.2.2 appoint with or without remuneration any officer or officers as the Church Council shall determine. Any remuneration paid shall be in accordance with a budget approved by a general meeting;
- 15.2.3 appoint any professional or other assistance or service required by the Congregation in the carrying out of its activities and pay reasonable remuneration and fees; and
- 15.2.4 open and close any banking account and operate the same in the ordinary course of business;

## 15.3 Employment Powers

The Church Council may determine:

- 15.3.1 the roles and job descriptions of officers and employees; and
- 15.3.2 The Church Council shall be responsible for the recruitment of employees within the limits of the budget approved at a meeting of the Congregation.
- 15.3.3 The Church Council may after consideration of all conditions of employment terminate the employment of an employee, teacher or other salaried church worker (not including the pastor).

## 15.4 Policies and Procedures

The Church Council may determine policy and procedures for the operation of the:

- 15.4.1 Congregation;
- 15.4.2 Standing Committees; and
- 15.4.3 Sub-Committees.

## 15.5 Removal of Officers

The Church Council may by two thirds majority remove from office, an officer (other than the pastor) for any of the following:

- 15.5.1 persistent adherence to false doctrine; or
- 15.5.2 scandalous life; or
- 15.5.3 wilful and persistent neglect of official duties; or
- 15.5.4 physical or mental incapacity.

## 15.6 Filling of Casual Vacancies

The Church Council shall have the power to fill casual vacancies until the next annual meeting, in accordance with the following:

15.6.1 The Church Council may appoint a member who is eligible pursuant to Rule 5.6 to fill a position on the Church Council that has become vacant:

15.6.1.1 by resignation of a member;

15.6.1.2 by action pursuant to Rule 15.5; or

15.6.1.3 was not filled by election at the most recent general meeting.

15.6.2 Subject to the requirement for a quorum pursuant to Rule 19.5, the Church Council may continue to act despite any vacancy in the Council's membership.

15.6.3 If there are fewer continuing members of the Church Council than required for a quorum pursuant to Rule 19.5, the continuing members of the Church Council may act only for the purpose of:

15.6.3.1 appointing Church Council members pursuant to Rule 5.6; or

15.6.3.2 convening a general meeting of the Congregation to elect a new Church Council.

## 15.7 Circular Resolution

A resolution in writing signed by all members of the Church Council shall be valid and effectual as if it had been passed at a meeting of the Church Council duly convened and held.

15.7.1 Any such resolution may consist of :

15.7.1.1 several documents in like form each signed by one or more members of the Church Council; or

15.7.1.2 separate emails in like form forwarded to the Chairperson or Secretary or both from the email address of each Church Council member.

## 15.8 Delegation of Powers

The Church Council may delegate its powers, functions and duties (to the extent permitted by the law) to one or more Committees consisting of such members of the Congregation as the Church Council shall determine, subject to such terms and condition as the Church Council may determine.

## 16. STANDING COMMITTEES

The Congregation may appoint Standing Committees in addition to those specified in Rule 22.

16.1 The Congregation shall determine the responsibilities and role of each additional Standing Committee in a Terms of Reference document.

16.2 Standing Committees shall be responsible to and shall report to the Church Council.

16.3 Any Standing Committee so formed shall conform to any regulation or resolution that maybe imposed by the Church Council.

## 17. SUB-COMMITTEES

- 17.1 The Church Council may appoint Sub-Committees and these Sub-Committees shall be responsible to and shall report to the Church Council.
- 17.2 Any Committee so formed shall conform to any regulation or resolution that may be imposed on it by the Church Council.

## 18. AUXILIARIES

### 18.1 Formation of Auxiliaries

- 18.1.1 The Congregation may establish auxiliaries by resolution of the Congregation.

### 18.2 Rules Governing Operation of Auxiliaries

- 18.2.1 The constitutions of any auxiliaries formed shall be approved by the Congregation.
- 18.2.2 Auxiliaries formed under this rule shall be accountable to the Congregation for their operation in the manner specified in their constitutions.

## 19. CHURCH COUNCIL MEETINGS

### 19.1 Scheduling of Church Council Meetings

- 19.1.1 The Church Council shall meet at least every three [3] months at dates, times and places determined by the Church Council.
- 19.1.2 The date, time and place of the first Church Council meeting must be determined by the Church Council members as soon as practicable after the general meeting at which the Church Council members are elected.
- 19.1.3 Special Church Council meetings may be convened by:
  - 19.1.3.1 the chairperson; or
  - 19.1.3.2 at the request of any two [2] Church Council members.

### 19.2 Notice of Church Council meetings

- 19.2.1 Notice of each Church Council meeting must be given to each Church Council member at least seven [7] days before the time of the meeting.
- 19.2.2 The notice must state the date, time and place of the meeting and must describe the general nature of the business to be conducted at the meeting.
- 19.2.3 Subject to the following Rule 19.2.4, the only business that may be conducted at the meeting is the business described in the notice.
- 19.2.4 Urgent business that has not been described in the notice may be conducted at the meeting if the Church Council members at the meeting unanimously agree to treat that business as urgent.

### 19.3 Procedure and order of business

- 19.3.1 The Chairperson or, in the Chairperson's absence, the Vice-Chairperson must preside as chairperson of each Church Council meeting.
- 19.3.2 If the Chairperson and Vice-Chairperson are absent or are unwilling to act as chairperson of a meeting, the Church Council members at the meeting must elect one from amongst the remaining members to act as the chairperson of the meeting.
- 19.3.3 The procedure to be followed at a Church Council meeting must be determined by the Church Council.
- 19.3.4 The order of business at a Church Council meeting may be determined by the Church Council members at the meeting.
- 19.3.5 A member or other person who is not a Church Council member may attend a Church Council meeting if invited to do so by the Chairperson.

### 19.4 Use of technology to be present at Church Council meetings

- 19.4.1 The presence of a Church Council member at a Church Council meeting need not be by attendance in person but may be by that Church Council member and each other Church Council member at the meeting being simultaneously in contact by telephone or other means of instantaneous communication.
- 19.4.2 A member who participates in a Church Council meeting according to the preceding Rule 19.4.1 is taken to be present at the meeting and, if the member votes at the meeting, the member is taken to have voted in person.

### 19.5 Quorum for Church Council meetings

- 19.5.1 The quorum for Church Council meetings shall be not less than one-half [ $\frac{1}{2}$ ] of the Church Council members.
- 19.5.2 Subject to the preceding Rule 19.5.1, no business is to be conducted at a Church Council meeting unless a quorum is present.
- 19.5.3 If a quorum is not present within thirty [30] minutes after the notified commencement time of a Church Council meeting:
  - 19.5.3.1 in the case of a special meeting, the meeting lapses; or
  - 19.5.3.2 otherwise, the meeting is adjourned to the same time, day and place in the following week or as otherwise agreed.

### 19.6 Minutes of Church Council meetings

- 19.6.1 The Church Council must ensure that minutes of each Church Council meeting are recorded and kept.
- 19.6.2 The minutes shall record the following:
  - 19.6.2.1 the names of the Church Council members present at the meeting;
  - 19.6.2.2 the name of any other person attending the meeting;
  - 19.6.2.3 the business considered at the meeting; and

- 19.6.2.4 any motion on which a vote is taken at the meeting and the result of the vote.
- 19.6.3 The minutes of a Church Council meeting must be entered in the Church Council's minute book after approval at the next meeting.
- 19.6.4 The chairperson must ensure that the minutes of a Church Council meeting are adopted and signed as correct by the chairperson of the next Church Council meeting.
- 19.6.5 When the minutes of a Church Council meeting have been signed as correct they are, until the contrary is proved, evidence that:
  - 19.6.5.1 the meeting to which the minutes relate was duly convened and held;
  - 19.6.5.2 the matters recorded as having taken place at the meeting took place as recorded; and
  - 19.6.5.3 any appointment purportedly made at the meeting was validly made.

## 20. DUTIES OF THE CHURCH COUNCIL

The Church Council shall:

- 20.1 be accountable to the Congregation in all matters, including the preparation and interpretation of policy established for the Congregation;
- 20.2 consider the general welfare of the Congregation and its program of activities and respond as required;
- 20.3 supervise the management and operation of any committees, auxiliaries and other organisations of the Congregation to ensure their compliance with the Objects of the Congregation;
- 20.4 receive reports from committees, auxiliaries and other organisations, and make recommendations to the Congregation; and
- 20.5 act between meetings of the Congregation in cases of emergency.

## 21. FINANCIAL REVIEW

The Church Council shall appoint a reviewer annually who shall examine thoroughly the books of the Treasurer and vouch for their correctness or otherwise and advise on aspects of the Congregation's finances.

## 22. STANDING COMMITTEES OF THE CONGREGATION

- 22.1 General Rules for Appointment to and Operation of Standing Committees
  - 22.1.1 No person shall ordinarily be a chairperson of more than one [1] standing committee at the same time.
  - 22.1.2 Members of standing committees shall be elected annually unless otherwise stated.
  - 22.1.3 All minute books, records, and correspondence of the Congregation, officers and committees, shall remain the property of the Congregation.

22.1.4 The Pastor shall have the right to attend all meetings of the committees<sup>1</sup>.

## 22.2 The Nominations Committee

22.2.1 The Congregation shall appoint a Nominations Committee consisting of:

- 22.2.1.1 The Chairperson;
- 22.2.1.2 A Nurture team member appointed by the the Church Council;
- 22.2.1.3 One [1] other person appointed by the Church Council; and
- 22.2.1.4 Pastor

22.2.2 The Nominations Committee shall:

- 22.2.2.1 consult all committees in good time to learn of possible vacancies and to solicit from the respective committees their nominations;
- 22.2.2.2 receive from officers intending to decline re-election an indication of such intention in good time;
- 22.2.2.3 seek and receive nominations from members of the Congregation for all offices and committees of the Congregation;
- 22.2.2.4 nominate such persons that are considered suitable for the various offices and committees in addition to the nominations received, but without the necessity of nominating more candidates than positions to be filled;
- 22.2.2.5 ensure that all nominees are eligible and willing to accept office; and
- 22.2.2.6 present a list of candidates for all positions to the meeting of the Congregation at which the elections are to be conducted.

## 22.3 Layreaders

22.3.1 The Congregation shall appoint annually at least two [2] layreaders.

22.3.2 Layreaders shall be elected for a term of two [2] years and shall be eligible for re-election.

## 22.4 The Children's Ministry Team leader

22.4.1 The Children's Ministry team, in meeting, shall have the right to submit nominations for the position of Children's Ministry team leader to the Nominations Committee.

22.4.2 The Team leader shall be elected by the Congregation.

22.4.3 The Team leader shall be elected for a term of two [2] years and shall be eligible for re-election.

22.4.4 The Children's Ministry team may appoint one [1] of their number to be the Deputy Team leader to act in the absence or inability of the Team leader.

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<sup>1</sup> See Rule 9.2.10

## 22.5 The Nurture Leaders

- 22.5.1 The Congregation shall elect at least four Nurture Leaders.
- 22.5.2 Nurture Leaders shall be elected for a term of two years and shall be eligible for re-election.
- 22.5.3 The office of Nurture Leaders is restricted to voting members over the age of eighteen years.
- 22.5.4 A nomination for the position of Nurture Leader must be submitted in writing by any two [2] voting members to the Nominations Committee at least one [1] week before the meeting at which the elections are to be conducted. All nominations shall be submitted to the meeting together with any nominations by the Nominations Committee.
- 22.5.5 Approximately one-half [1/2] of the Nurture Leaders shall retire annually and shall be eligible for re-election.
- 22.5.6 A Nurture Leader who is elected for a first term of office shall be installed in office at a divine service.
- 22.5.7 The Nurture Leaders shall assist the Pastor in ministry and for this purpose they shall concern themselves with the spiritual life of the Congregation and members by:
  - 22.5.7.1 praying for and encouraging the Pastor, and caring for the spiritual, emotional, and physical health and welfare of the Pastor and the Pastor's family;
  - 22.5.7.2 visiting members and encouraging them in regular attendance at services, in the reception of the Sacraments, in the support of the Congregation and the Church with their means and talents, in prayer, and in involvement in the mission of the Church;
  - 22.5.7.3 notifying the Pastor of sick and spiritually distressed members;
  - 22.5.7.4 assisting the Pastor in arranging for pulpit assistance, special services and guest speakers and helping to ensure that an attitude conducive to worship is maintained in the services; and
  - 22.5.7.5 being an example of Christian conduct and conversation, and observing confidentiality regarding all private matters.

## 22.6 The Property Committee

- 22.6.1 The Congregation shall elect a Property Committee which shall consist of at least five [5] members.
- 22.6.2 The Property Committee shall:
  - 22.6.2.1 appoint a Chairperson from amongst the members;
  - 22.6.2.2 ensure that the property, buildings and possessions of the Congregation are kept in good order;
  - 22.6.2.3 undertake minor repairs as necessary and report on actions taken to the Congregation;
  - 22.6.2.4 report major needs to the Congregation with recommended action;
  - 22.6.2.5 make annual inspections of all Congregation-owned property and buildings including the manse and facilities and report any findings to the Congregation; and

- 22.6.2.6 establish and maintain an up-to-date inventory of all Congregation-owned equipment

## 22.7 Rules for Election of Standing Committees

- 22.7.1 The Nominations Committee shall provide a list of nominations for Standing Committee positions pursuant to Rule 22.2.2.6.
- 22.7.2 Additional nominations for Standing Committees may be made by any voting member at the meeting, provided that the consent of the person nominated has been obtained and there are no nominations provided by the Nominations Committee.
- 22.7.3 Where there are more nominations for any Standing Committee position(s) than the required number to fill such position(s), an election by ballot shall be conducted.
- 22.7.4 All voting members of the Congregation shall be eligible for positions on Standing Committees.
- 22.7.5 All members shall be eligible for appointment to such other committees and special duties as the Congregation may determine.

## 23. PUBLIC OFFICER

- 23.1 The Secretary shall be the Public Officer unless the Church Council decides otherwise.
- 23.2 The Public Officer shall not be eligible for the position of reviewer of the Congregation.

## 24. THE SEAL

- 24.1 The Seal may only be affixed to a document by resolution of the Church Council.
- 24.2 All documents requiring the affixing of the Seal shall be signed by any two [2] members of the Church Council.
- 24.3 The Seal shall be kept in the Congregation Office.
- 24.4 The following form shall be the form of attestation to be used by the Congregation on affixing the seal:

**THE COMMON SEAL OF**  
**IMMANUEL LUTHERAN CHURCH, NOVAR GARDENS INCORPORATED**  
was affixed by the authority of the  
Congregation in the presence of

)  
)  
)  
)

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Date .....



## 25. NOT FOR PROFIT RULE

- 25.1 The property and income of the Congregation shall be applied solely to the promotion of the objects or purposes of the Church and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the Congregation, except in good faith promotion of those objects or purposes.
- 25.2 A payment may be made to a member out of the funds of the Congregation only if it is authorised under the following Rule 25.3.
- 25.3 A payment to a member out of the funds of the Congregation is authorised if it is:
- 25.3.1 the payment in good faith to the member as reasonable remuneration for any services provided to the Congregation, or for goods supplied to the Congregation, in the ordinary course of business; or
  - 25.3.2 the payment of principal and/or interest, on money borrowed by the Congregation from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
  - 25.3.3 the payment of reasonable rent to the member for premises leased by the member to the Congregation; or
  - 25.3.4 the reimbursement of reasonable expenses properly incurred by the member on behalf of the Congregation; or
  - 25.3.5 making a payment or providing a benefit to a member in carrying out the objects of the Congregation for charitable purposes.

## 26. CHURCH DISCIPLINE

- 26.1 The Congregation shall exercise church discipline in an evangelical manner in accordance with the procedure laid down in Matthew 18:15-17.
- 26.2 The stages of discipline are:
- 26.2.1 In an endeavour to convince the erring member at fault, there shall be
    - 26.2.1.1 personal admonition; and, if necessary'
    - 26.2.1.2 admonition in the presence of witnesses; and, if necessary,
    - 26.2.1.3 admonition by the Congregation.
  - 26.2.2 Any member who is evidently impenitent and unheedful of the admonition, shall be excluded from membership in the Congregation, through excommunication, pronounced by the Pastor as the called and ordained servant of the Word.
- 26.3 The purpose of all church discipline is to achieve reconciliation and restoration. This purpose is to be observed at all stages of the procedure.
- 26.4 If the stages of discipline cannot be carried out because the erring member refuses to submit to the discipline of the Congregation, self-exclusion shall be declared to have taken place.

- 26.5 The exercise of church discipline shall give due regard to the procedure set down in the Constitution of the Church under Article 10. Discipline, Adjudication and Appeals and any other provisions in the by laws and policies of the Church.

## 27. DISSOLUTION

- 27.1 A special resolution is required if the Congregation proposes to dissolve. Any dissolution shall be made according to the following procedure:
- 27.1.1 Written notice of a motion to dissolve the Congregation shall be given to the members of the Congregation.
  - 27.1.2 The motion shall be presented to the Congregation only after the Bishop of the District has been consulted.
  - 27.1.3 At least thirty [30] days written notice of a meeting, specifying the intention to dissolve as a special motion, shall be given to all the voting members of the Congregation.
  - 27.1.4 The motion shall require a majority of three-quarters [  $\frac{3}{4}$  ] of all the voting members of the Congregation who are entitled to vote and are present at the meeting.
  - 27.1.5 The decision shall only become operative after the sanction of the Church Council of the District has been obtained.
  - 27.1.6 Once the decision has been made to dissolve the Congregation according to the above procedure, a date for dissolution shall be set contingent upon all matters pertaining to dissolution and the transference of all titles and other assets of the Congregation being effected according to law.
- 27.2 In the event of such dissolution:
- 27.2.1 The Congregation may give indication regarding the use of its assets by the District or the Church.
  - 27.2.2 The amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to one of more Lutheran organisations with similar purposes, that is charitable at law and which is not carried on for the profit or gain of its individual members.
  - 27.2.3 Where no such indication is given, if any surplus remains following the winding up of the Congregation, the surplus shall not be paid to or distributed amongst members, but be transferred to the District absolutely.

## 28. ALTERATIONS TO THIS CONSTITUTION

- 28.1 The Congregation shall have power by a two-thirds [  $\frac{2}{3}$  ] majority of those voting members casting a vote at a duly convened meeting, to amend, alter, add to or repeal these rules, except as provided in Rules 28.4 and 3.4.
- 28.2 The quorum for such a meeting shall be one-quarter [  $\frac{1}{4}$  ] of the members entitled to vote and the result of such a ballot shall be recorded in the minutes.

- 28.3 Notice of the proposed amendment, alteration, addition or repeal shall be presented in writing and shall be read to the Congregation at a duly called meeting of the Congregation held at least twenty one [21] days earlier or be published to the Congregation at least twenty one [21] days prior to the meeting.
- 28.4 Rule 1.2.14 and Rule 28.4 of this Constitution shall be considered fundamental and shall not be amended, altered, added to or repealed so as to alter their intent and meaning.

