

Kirkwall Baptist Church

Constitution and Rules

Adopted on 15th May 2007

1. ADOPTION OF THE CONSTITUTION

The Church and its property will be administered and managed in accordance with the provisions in this Constitution.

2. NAME

The Church is to be called Kirkwall Baptist Church ("the Church").

3. OBJECTS

The Church's objects ("the Objects") are the advancement of the Christian faith primarily in Orkney and also throughout Scotland and the rest of the World by all means consistent with the teachings of the Christian Bible including worship, ministry, mission, prayer, witness, education, community service and the support of agencies and individuals and other charitable organisations involved in Christian missionary work and the relief of poverty or other social needs.

4. POWERS

In pursuance of the Objects set out in clause 3 (but not otherwise), the Church shall have the following powers:-

- (1) To carry on any other activities which further any of the Objects.
- (2) To purchase, take on lease, hire, or otherwise acquire, any property or rights which are suitable for the Church's activities.
- (3) To improve, manage, develop, or otherwise deal with, all or any part of the property and rights of the Church.
- (4) To sell, let, hire out, license, or otherwise dispose of, all or any part of the property and rights of the Church.
- (5) To borrow money, and to give security in support of any such borrowings by the Church.
- (6) To employ such staff as are considered appropriate for the proper conduct of the Church activities, and to make reasonable provision for the payment of pension and/or other benefits for members of staff, ex-members of staff and their dependants.

(7) To engage such consultants and advisers as are considered appropriate from time to time.

(8) To effect insurance of all kinds (which may include Trustees' liability insurance).

(9) To invest any funds which are not immediately required for the Church's activities in such investments as may be considered appropriate (and to dispose of, and vary, such investments).

(10) To liaise with other voluntary sector bodies, local authorities, UK or Scottish government departments and agencies, and other bodies, all with a view to furthering the Objects.

(11) To establish and/or support any other charitable body, and to make donations for any charitable purpose falling within the Objects.

(12) To form any charitable company with similar objects to those of the Church, and if considered appropriate, to transfer to any such company (without any payment being required from the company) the whole or any part of the Church's assets and undertaking.

(13) To take such steps as may be deemed appropriate for the purpose of raising funds for the Church's activities.

(14) To accept grants, donations and legacies of all kinds (and to accept any reasonable conditions attaching to them).

(15) To do anything which may be incidental or conducive to the furtherance of any of the Objects.

5. AMENDMENTS

Any provision contained in this Constitution may be amended provided that:

(a) a resolution is passed by more than 50% of the total membership, and voting at a Church Meeting called for the purpose by special intimation from the pulpit on two preceding Sundays;

(b) no amendment may be made that would have the effect of making the Church cease to be a Church at law;

(c) the notice of Church Meeting includes notice of the resolution setting out the terms of the amendment proposed;

(d) the Trustees of the Church keep a copy of any such amendment with this Constitution;

(e) consent to the amendment is obtained from the Office of the Scottish Charity Regulator (OSCR) if required.

6. OPERATION OF ACCOUNTS AND HOLDING OF PROPERTY

(a) All heritable properties of the Church shall be held on behalf of the Church by the Trustees of the Church, who shall be the Office-Bearers of the Church and any other appointed Trustee(s).

(b) The Church and its property shall be managed and administered by a Deaconate appointed in accordance with this Constitution.

(c) The signature(s) of the signatory or signatories appointed by the Deaconate shall be required in relation to all operations (other than lodgement of funds) on the bank and/or building society accounts held by the Church. If there is only one signatory, then he/she must be a Trustee. If there is more than one signatory, then at least one of the signatories must be a Trustee. Items of expenditure exceeding One Thousand Pounds (£1000) Sterling must be specifically authorised by the Deaconate unless made in implementation of a budget or other decision approved by a Church Meeting.

7. ACCOUNTING RECORDS AND ANNUAL ACCOUNTS

(1) The Trustees of the Church shall ensure that proper accounting records are maintained in accordance with all applicable statutory requirements.

(2) The Trustees shall ensure the preparation of annual accounts, complying with all relevant statutory requirements; if an audit is required

under any statutory provisions or if they otherwise think fit, they shall ensure that an audit of such accounts is carried out by a qualified auditor.

8. FINANCIAL YEAR

The Church's financial year shall end on 31st August

9. OFFICE-BEARERS AND TRUSTEES

(a) The Office-Bearers of the Church shall normally be the Pastor, Secretary and Treasurer. These along with any other appointees, shall be the Trustees of the Church and in this Constitution are together called "the Trustees".

(b) The first Trustees shall be those persons appointed at the meeting at which this Constitution is adopted.

(c) The Church in General Meeting shall appoint the Trustees.

(d) The Church Meeting may appoint any such person in sympathy with the Objects of the church who is willing to act as Trustee provided that no person has been elected or appointed to that office and has not vacated the office.

(e) Each of the Trustees shall retire with effect from the conclusion of the Annual General Meeting next after his or her appointment but shall be eligible for re-election at that Annual General Meeting.

(f) The maximum number of Church Trustees is fifteen.

(g) The minimum number of Church Trustees is three.

(h) The Trustees may regulate their proceedings as they think fit, subject to the provisions of this Constitution.

10. PROCEDURE FOR THE APPOINTMENT OF TRUSTEES

(1) No-one may be appointed a Trustee at any Annual General Meeting unless prior to the meeting the Church is given a notice that:

a) is signed by a proposer and seconder, entitled to vote at the meeting;

b) states the member's intention to propose the appointment of a person as a Trustee;

c) is signed by the person who is to be proposed to show his or her willingness to be appointed.

(2) The appointment of a Trustee by the Church Meeting must not cause the number of Trustees to exceed any number fixed in accordance with this Constitution as the maximum number of Trustees.

11. GENERAL MEETINGS

(1) The Church must hold a General Meeting within twelve months of the date of the adoption of this Constitution.

(2) An Annual General Meeting must be held in each subsequent year and not more than fifteen months may elapse between successive Annual General Meetings.

(3) Prior to the Annual General Meeting the Church accounts and the accounts of all the organisations of the Church, including details of salaries or other remuneration and allowances paid to the Church's staff and of expenses reimbursed to such staff and/or to other members of the Church, shall be examined and/or audited by suitably qualified persons in accordance with the requirements of current legislation.

(4) Business at AGM and half-yearly Church Meetings shall include a statement of the Church's finances, including presentation to the AGM of full accounts duly audited or externally examined in accordance with the requirements of current legislation.

12. TRUSTEES NOT TO HAVE A PERSONAL INTEREST

(a) A Trustee who has a personal interest in any transaction or arrangement, which the Church is proposing to enter into, must declare that interest at a Church Meeting; he/she will be debarred from voting on whether or not the Church should enter into that transaction or arrangement.

(b) Provided he/she has declared his/her interest – and has not voted on the question of whether the Church should enter into the relevant arrangement - a Trustee will not be debarred from entering into an arrangement with the Church in which he/she has a personal interest and may retain any benefit which he/she gains from his/her participation in that arrangement.

13. REMUNERATION

Any remuneration paid to a Church Trustee must satisfy the criteria laid down in Section 67 of the Charities and Trustee Investment (Scotland) Act 2005.

14. LIABILITY OF MEMBERS

(1) The members of the Church have no liability to pay any sums to help to meet the debts (or other liabilities) of the Church if it is wound up; accordingly, if the Church is unable to meet its debts, the members will not be held responsible.

(2) The Trustees of the Church have certain legal duties under the Charities and Trustee Investment (Scotland) Act 2005; and clause 14(1) above does not apply to any personal liabilities they might incur if they are in breach of those duties.

15. DISSOLUTION

(1) If 25% of the Church members are of the opinion that it is necessary or advisable to dissolve the Church, they shall call a meeting of all the members of the Church of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given.

(2) In the event of the Church being dissolved or otherwise ceasing to exist the Trustees will remain in office as Church Trustees and be responsible for winding up the affairs of the Church in accordance with this clause.

(3) The Trustees must collect in all the assets of the Church and must make provision for all the liabilities of the Church.

(4) The Trustees must apply the assets of the Church for charitable purposes.

(5) If the Church is dissolved, then the assets of the Church shall become the property of the Union (or should the Union not then exist, the association of Baptist Churches which may then be engaged in promoting objects similar to those of the Union ("the Association")), to be applied in accordance with the charitable purposes of the Union or the Association (if applicable).

(6) If the Church is to be dissolved, the winding-up process will be carried out in accordance with the procedures set out under the Charities and Trustee Investment (Scotland) Act 2005.

RULES

1. MEMBERSHIP

(1) The Church is congregational in its form of church government and is in membership with the Baptist Union of Scotland ("the Union") to whose Declaration of Principle (the text of which appears in the Appendix to these Rules) the Church subscribes.

(2) The members of the Church shall be such as profess faith in Jesus Christ as Saviour and Lord and have been baptised as believers into the Name of God the Father, the Son and the Holy Spirit. The mode of baptism practised by the Church shall be that of immersion on the understanding that in special circumstances the Church Meeting may agree to make an exception. Applicants are to be interviewed by two Members appointed by the Church, when, if the report be deemed satisfactory, they shall, upon the vote of the Church, be received into fellowship.

(3) By joining the Church, members shall come under the following obligations:

(a) to attend regularly at public worship, including the celebration of Communion which shall normally be observed by the Church each Sunday;

(b) to contribute systematically to the Church's finances as the Lord has prospered them;

(c) to use their gifts in the service of Christ and His Church;

(d) to maintain the spirit of Christian love and unity;

(e) to show evidence of their Christian character in all things;

(f) to share in the fulfilment of the Lord's Commission in Matt 28:19,20.

(4) Should members fail to fulfil their obligations over an extended period they shall be visited by appointees of the Church leadership with a view to reviewing their membership. Should the situation remain unchanged the Deacons may recommend to the Church Meeting the removal of such persons from the Church's membership.

(5) In cases of private offences between members of the Church the rule prescribed by Christ in Matthew 18:15-17 shall be faithfully observed. In cases of glaring inconsistency or grave doctrinal error the Church shall exercise discipline according to the Scriptures. Where there are serious difficulties involving the Pastor and/or the Church Leaders, the Ministry Advisor of the Union shall normally be consulted.

(6) All matters private to the Church shall be treated by members as strictly confidential.

(7) The Constitution and Rules shall be printed and a copy given to each member. Applicants for membership shall be made fully aware of their content before acceptance into membership.

(8) No alteration may be made to the Rules except by vote of 50% of the total membership, and present at a Church Meeting called for the purpose and intimated at least two Sundays prior to the meeting. (See also Constitution item 5 Amendments.)

2. DEACONS

(a) A number of Deacons, as determined by the Church Meeting, shall be appointed to serve alongside the Trustees (see Constitution item 9). Deacons shall be members of the Church and shall be appointed by the church meeting.

(b) In the event of the Pastor's responsibilities being unable to be fulfilled, the Deacons shall be responsible for arranging the ministry of the church including preaching, baptisms, and communion.

(c) In the event of a pastoral vacancy, an Interim Moderator shall normally be appointed by the Church. The members shall also appoint a Vacancy Committee. A Call to the Pastorate of the Church shall only be issued if at least two-thirds of those present and voting at a properly constituted Church Meeting are in favour of the candidate.

3. CHURCH MEETINGS

(1) Church meetings shall be held at least half-yearly, one of these meetings being the Annual General Meeting (AGM), with the Pastor normally presiding, although it will be competent for the members present at the meeting to elect an alternative Chair.

(2) Business at AGM and half-yearly Church Meetings shall normally include:

a) a statement of the Church's finances as detailed in the Constitution item 11 General Meetings.

b) consultation about the Church's work and policy; and

c) the pastoral care of the members and business remitted from the Trustees and Deacons.

(3) Members introducing new business are required to give two weeks previous notice in writing through the Church Secretary.

(4) The minimum period of notice required to hold any Church Meeting is fourteen clear days from the date on which the notice is deemed to have been given.

(5) The notice must specify the date, time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an Annual General Meeting, the notice must say so.

(6) The notice will be intimated at church meetings.

(7) Should the need arise, a Special Church Meeting may be called at any time by the Pastor and/ or a majority of the Deacons, normally after at least one Sunday's prior intimation.

(8) Every member at a Church Meeting shall have one vote and on any matter deemed by the Chair to require a vote, a two-thirds majority will be necessary for the resolution to be carried.

(9) No business shall be transacted at any Church Meeting unless a quorum is present.

(10) A quorum is 25% members entitled to vote upon the business to be conducted at the meeting, except for constitutional changes.

(11) If:

(a) a quorum is not present within half an hour from the time appointed for the meeting; or

(b) during a meeting a quorum ceases to be present,

the meeting shall be adjourned to such time and place as the Deacons shall determine.

(12) The Deacons must reconvene the meeting and must give at least seven clear days' notice of the reconvened meeting stating the date, time and place of the meeting.

(13) If no quorum is present at the reconvened meeting within fifteen minutes of the time specified for the start of the meeting the members present at that time shall constitute the quorum for that meeting.

4. CHAIR

(1) Church Meetings shall be chaired by the person who has been appointed as Chair.

(2) If the Chair is not present within fifteen minutes after the time appointed for holding the meeting, the members present and entitled to vote must choose one of their number to chair the meeting.

APPENDIX TO THE RULES OF KIRKWALL BAPTIST CHURCH

DECLARATION OF PRINCIPLE OF THE BAPTIST UNION OF SCOTLAND

The basis of the Union is: -

1. That the Lord Jesus Christ our God and Saviour is the sole and absolute Authority in all matters pertaining to faith and practice, as revealed in the Holy Scriptures, and that each Church has liberty, under the guidance of the Holy Spirit, to interpret and administer His laws.

2. That Christian Baptism is the immersion in water into the name of the Father, the Son and the Holy Spirit, of those who have professed repentance towards God and faith in the Lord Jesus Christ, who died for our sins according to the Scriptures; was buried and rose again the third day.

3. That it is the duty of every disciple to bear witness to the Gospel of Jesus Christ, and to take part in the evangelisation of the world.