

MARSHFIELD COMMUNITY CHURCH Inc.

CONSTITUTION

Revision 2 – Updated 28th August 2011.

CONTENTS

Part 1 – Preliminary

1. Definitions

Part 2 – Membership & Leadership

2. Membership qualifications
3. Nomination for membership
4. Cessation and lapsing of membership
5. Membership entitlements not transferable
6. Resignation of membership
7. Register of members
8. Fees and subscriptions
9. Members' liabilities
10. Resolution of internal disputes
11. Disciplining of members
12. Right of appeal of disciplined member
13. The Pastor
14. Elders

Part 3 – The Leadership Team

15. Powers of the Leadership Team
16. Membership of the Leadership Team
17. Election of Leadership Team
18. Church Secretary
19. Treasurer
20. Recording Secretary
21. Casual vacancies
22. Removal of member of Leadership Team
23. Meetings and quorum
24. Delegation by Leadership Team to sub-committee
25. Voting and decisions

Part 4 – General Meetings

26. Annual General Meetings - holding of
27. Annual General Meetings – calling of and business at
28. Members Meetings
29. Special General Meetings - calling of
30. Notice
31. Procedure
32. Presiding member
33. Adjournment
34. Making of decisions
35. Special resolution
36. Voting
37. Appointment of proxies

Part 5 – Miscellaneous

38. Insurance
39. Funds – source

40. Funds – management
41. Alteration of objects and rules
42. Common seal
43. Custody of books
44. Inspection of books
45. Service of notices

Appendices

1. Application for membership of Marsfield Community Church
2. Form of appointment of proxy

PART 1 - PRELIMINARY

1. Definitions

(1) In these rules:

Director-General means the Director-General of the Office of Fair Trading.

Church means the association as defined in the Act.

Church Secretary means:

The person holding office under these rules as secretary of the Church, or
If no such person holds that office – the public officer of the Church.

Leadership Team – means the committee as defined in the Act.

Members Meeting means a general meeting of the Church.

The Act means the Associations Incorporation Act 1984.

The Regulation means the Associations Incorporation Regulation 1999.

(2) In these rules:

a reference to a function includes a reference to a power, authority and duty,
and

a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(3) The provisions of the Interpretation Act 1987 apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

PART 2 - MEMBERSHIP

2. Membership qualifications

A person is qualified to be a member of the Church if, but only if:

- (a) The person is a person referred to in section 15(1)(a),(b) or (c) of the Act and has not ceased to be a member of the Church at any time after incorporation of the Church under the Act,

or

- (b) the person is a natural person:
 - (i) who has attained the age of 18 years;
 - (ii) who has regularly attended services at the Church for at least 3 months prior to nomination;
 - (iii) who is a converted believer, accepting the Holy Bible as the only infallible rule of faith and practice;
 - (iv) who accepts the Doctrinal Basis of the Church set out in the Statement of Objects;
 - (v) who has been nominated for membership of the Church as provided by rule 3; and

- (vi) who has been approved for membership of the Church by an ordinary resolution of a members meeting.

3. Nomination for membership

- (1) A nomination of a person for membership of the Church:
 - (a) must be made by a member of the Church in writing in the form set out in Appendix 1 to these rules seconded by another member, and
 - (b) must be lodged with the Church Secretary.
- (2) As soon as practicable after receiving a nomination for membership, the Church Secretary must refer the nomination to a Members Meeting who shall determine whether to approve or to reject the nomination.
- (3) As soon as practicable after the Members Meeting makes that determination, the Church Secretary must notify the nominee, in writing that the Church approved or rejected the nomination (whichever is applicable).
- (4) The Church Secretary must enter the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the Church.

4. Cessation and lapsing of membership

- (1) A person ceases to be a member of the Church if the person:
 - (a) dies
 - (b) resigns membership
 - (c) is expelled from the Church
 - (d) ceases to be a member due to lapsed membership according to the following provisions.
- (2) Where a person is absent from all services of the Church for three consecutive months, then the person's membership shall lapse unless the Leadership Team or a Members Meeting subsequently grants leave of absence.
- (3) The Leadership Team or a Members Meeting may grant leave to a member to be absent from all services of the Church and retain membership for a period of not more than 1 year for any proper reason including missionaries on service, age or infirmity, ill- health, work commitments or travel.
- (4) If the Leadership Team or a Members Meeting does not grant leave of absence to an absent member, then the Church Secretary may write to the member at his or her last known address, warning the member that membership is about to lapse, and inviting the member to provide written reasons why leave of absence should be granted. If no written request for leave of absence is received, then the person's membership shall lapse 1 month after the letter is sent.
- (5) If a written request for leave of absence is received, then it shall be considered by the Leadership Team which shall determine whether to grant the person leave of absence. In the event that a request for leave of absence is received and not granted by the Leadership Team, then the Leadership Team shall refer the decision as to whether or not to grant leave of absence to the next Member's Meeting.
- (6) If the member has not attended a service for the period of time for which leave was granted, then the Leadership Team or Member's Meeting may grant one or more further periods of leave for periods of not more than 1 year.
- (7) Members who are granted leave of absence from services shall be known as Non-Active Members during the time they are absent.

(8) Persons whose membership has lapsed may at any time apply to rejoin the Church as members in the usual way.

(9) The Church may keep a list of persons who no longer attend services and have ceased to be members but take an interest in the ongoing work of the Church. Such persons may be referred to as “Friends of Marsfield”.

5. Membership entitlements not transferable

A right, privilege or obligation which a person has by reason of being a member of the Church:

- (a) is not capable of being transferred or transmitted to another person, and
- (b) terminates on cessation of the person’s membership

6. Resignation of membership

- (1) A member of the Church is not entitled to resign that membership except in accordance with this rule.
- (2) A member of the Church may resign from membership of the Church by giving the Church Secretary written notice of the member’s intention to resign and, on expiration of any period of notice, the member ceases to be a member.
- (3) If a member of the Church ceases to be a member under clause (2), and in every other case where a member ceases to hold membership, the Church Secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

7. Register of Members

- (1) The public officer of the Church must establish and maintain a register of members of the Church specifying the name and address of each person who is a member of the Church together with the date on which the person became a member.
- (2) The register of members must be kept at the principal place of administration of the Church and must be open for inspection, free of charge, by any member of the Church at any reasonable hour.
- (3) A member of the Church may obtain a copy of any part of the register at no cost.

8. Fees and Subscriptions (see Schedule 1 to Act, item 3)

No entrance fees, subscriptions or other amounts are required to be paid by members of the Church.

9. Members’ liabilities (see Schedule 1 to Act, item 4)

The liability of a member of the Church to contribute towards the payment of the debts and liabilities of the Church or the costs, charges and expenses of the winding up of the Church is limited to \$2.

10. Resolution of internal disputes

- (1) Disputes between members (in their capacity as members) of the Church, and disputes between members and the Church which cannot be resolved internally are to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983.
- (2) At least 7 days before a mediation session is to commence, the parties are to exchange written statements of the issues that are in dispute between them and supply copies to the mediator.

11. Disciplining of members

- (1) A complaint may be made to the Leadership Team by any person that a member of the Church:
 - (a) has persistently refused or neglected to comply with a provision or provisions of these rules, or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the Church.
- (2) On receiving such a complaint, the Leadership Team:
 - (a) must cause notice of the complaint to be served on the member concerned; and
 - (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the Leadership Team in connection with the complaint, and
 - (c) must take into consideration any submissions made by the member in connection with the complaint.
- (3) The Leadership Team may, by resolution, expel the member from the Church or suspend the member from membership of the Church if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.
- (4) If the Leadership Team expels or suspends a member, the Church Secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Leadership Team for having taken that action and of the member's right of appeal under rule 12.
- (5) The expulsion or suspension does not take effect:
 - (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - (b) if within that period the member exercises the right of appeal, unless and until the Church confirms the resolution under rule 12(5), whichever is the later.

12. Right of appeal of disciplined member

- (1) A member may appeal to a Members Meeting against a resolution of the Leadership Team under rule 11, within 7 days after notice of the resolution is served on the member, by lodging with the Church Secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member under clause (1), the Church Secretary must notify the Leadership Team which is to convene a Members Meeting to be held within 28 days after the date on which the Church Secretary receives the notice.
- (4) At a Members Meeting convened under clause (3):
 - (a) no other business other than the question of the appeal is to be transacted, and
 - (b) the Leadership Team and the member must be given the opportunity to state their respective cases orally or in writing, or both, and

- (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) If the Members Meeting passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

13. The Pastor

- (1) The Pastor shall be appointed by resolution of a Members Meeting for such period of appointment as the Members Meeting shall decide, not exceeding 3 years.
- (2) The period of appointment of the Pastor may be extended by resolution of a Members Meeting at any time prior to or after the expiry of the period of appointment but no earlier than 6 months prior to the expiry of the period of appointment. Any extension shall not be for more than a further 3 years, but there is no limit on the number of times that the Members Meeting may extend the appointment.
- (3) A Pastorate can be terminated:
 - (a) on 3 month's notice by a Special Resolution of a Members Meeting; or
 - (b) on 1 month's notice in writing by the Pastor.
- (4) A Pastorate can be terminated without notice by the Leadership Team on any of the following grounds:
 - (a) conviction of a crime carrying a maximum penalty of 5 years or more imprisonment;
 - (b) loss of mental capacity;
 - (c) death.
- (5) A Pastorate can be terminated without notice by an ordinary resolution of a Members Meeting on any of the following grounds:
 - (a) failure to conduct the duties of Pastor for 2 months without leave of the Leadership Team;
 - (b) medically incapacitated so as to be unable to completely fulfil the duties of Pastor.
- (6) The Pastor shall be an ex-officio member of the Church and all Church committees.

14. Elders

- (1) Elders may be appointed to assist the Pastor in his ministry. Because of the spiritual nature of this office careful consideration shall be given to the Scriptures regarding the qualifications and office of an elder.
- (2) Elders may be nominated by the pastor, or in the event of the pastorate being vacant, by written nomination made by three members.
- (3) Nominations shall be submitted to the Members Meeting for approval.
- (4) The term of appointment shall be until the next Annual General Meeting at which time the appointment may be renewed on an annual basis.

PART 3 - The Leadership Team (see Schedule I to Act, item 6)

15. Powers of the Leadership Team

- (1) The committee is to be called the Leadership Team of the Church and, subject to the Act, the Regulation and these rules and to any resolution passed by a Members Meeting:
 - (a) is to manage the ordinary affairs of the Church, and
 - (b) may exercise all such functions as may be exercised by the Church, other than those functions that are required by these rules to be exercised by a Members Meeting, and
 - (c) has power to perform all such acts and do all such things as appear to the Leadership Team to be necessary or desirable for the proper management of the affairs of the Church.
- (2) The Leadership Team shall not authorise any lease, mortgage or sale of any real property without the authority of a Members Meeting. This authority to lease, mortgage or sell real property must be provided by a special resolution passed by a Members Meeting.
- (3) Subject to any resolutions passed by a Members Meeting, the Church shall receive income from such sources as the Leadership Team determines.
- (4) The Church shall, by ordinary resolution of a Members Meeting, set a limit on the amount of expenditure which the Leadership Team may authorise, and shall review the expenditure limit and any guidelines, from time to time.

16. Membership of the Leadership Team

- (1) Subject in the case of the first members of the Leadership Team to section 21 of the Act, the Leadership Team is to consist of:
 - (a) the office-bearers of the Church, and
 - (b) no more than 9 ordinary members, each of whom is to be elected at the annual general meeting **or a Members Meeting** of the Church **according to paragraph 17**.
 - (c) **The number in the Leadership Team will consist of the number of members elected at the Annual General Meeting or at a Members Meeting.**
- (2) The office-bearers of the Church are to be:
 - (a) the Pastor
 - (b) the Church Secretary
 - (c) the Treasurer
 - (d) the Recording Secretary
 - (e) **In the event that no nominations are received for any or all of the office bearer positions at an Annual General Meeting or Members Meeting, the office bearers will be appointed from team members at the first Leadership Team meeting after the election.**
- (3) Each member of the Leadership Team is, subject to these rules, to hold office until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election.
- (4) In the event of a casual vacancy occurring in the membership of the Leadership Team, the Leadership Team may appoint a member of the Church to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of the appointment.
- (5) **In the event that the number of casual vacancies occurring in the membership of the Leadership Team precludes the attainment of a quorum in all subsequent Leadership Team meetings, in any period between Annual General Meetings, then all Leadership Team**

positions except Pastor shall be declared vacant and a Members Meeting is to be called as soon as practicable to **elect** a fresh Leadership Team.

17. Election of Leadership Team

- (1) Nominations of candidates for election as office-bearers of the Church or as ordinary members of the Leadership Team:
 - (a) must be made in writing, signed by a member of the Church and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination), and
 - (b) must be delivered to the Church Secretary **no less than 7 days before** the date fixed for the holding of the Annual General Meeting **or members meeting** at which the election is to take place.
- (2) **The election of members of the Leadership Team shall be by ballot.**
- (3) **The** ballot for the election of office-bearers and ordinary members of the Leadership Team may be conducted at the Annual General Meeting **or members meeting** either by show of hands or by secret ballot.
- (4) **Each nominee requires a minimum of 51% of votes cast at the meeting before qualifying for election to the Leadership Team, except**
- (5) **Where, as a result of a ballot, less than 3 members qualify for election to the Leadership Team, the nominees holding the highest number of votes until a minimum of 3 members is achieved, shall be elected as members of the Leadership Team.**
- (6) **If insufficient members are elected to fill all vacancies on the Leadership Team, any vacant positions following the election are considered to be casual vacancies.**

18. Church Secretary

- (1) The Church Secretary shall maintain a roll of members of the Church.
- (2) The Church Secretary shall be chairperson of meetings in the absence of an elected chairperson.

19. Treasurer

- (1) It is the duty of the Treasurer of the Church to ensure:
 - (a) that all money due to the Church is collected and received and that all payments authorised by the Church are made, and
 - (b) that correct books and accounts are kept showing the financial affairs of the Church, including full details of all receipts and expenditures connected with the activities of the Church, and
 - (c) that accurate financial reports are provided to each Annual General Meeting.
- (2) In the absence of a resolution of a Members Meeting to the contrary, the Treasurer shall also be the Public Officer.

20. Recording Secretary

- (1) The Recording Secretary shall keep minutes of:
 - (a) all appointments of office-bearers and members of the Leadership Team,

- (b) the names of members present at a Leadership Team meeting or a general meeting, and
 - (c) all proceedings at Members Meetings and Leadership Team meetings.
- (2) The Recording Secretary shall retain originals or copies of significant correspondence received and sent by the Church. Correspondence such as requests for donations or circular letters need not be retained.
 - (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

21. Casual vacancies

For the purposes of these rules, a casual vacancy in the office of a member of the Leadership Team **also** occurs if the member:

- (a) dies, or
- (b) ceases to be a member of the Church, or
- (c) becomes an insolvent under administration within the meaning of the Corporations Act 2001 of the Commonwealth, or
- (d) resigns office by notice in writing given to the Church Secretary, or
- (e) is removed from office under rule 22, or
- (f) becomes a mentally incapacitated person, or
- (g) is absent without the consent of the Leadership Team from all meetings of the Leadership Team held during a period of 6 months.

22. Removal of member of Leadership Team

- (1) A Members Meeting may by resolution remove any member of the Leadership Team from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the Leadership Team to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the Church Secretary (not exceeding a reasonable length, and not being offensive) and requests that the representation be notified to the members of the Church, the Church Secretary shall send a copy of the representations to each member of the Church or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

23. Meetings and quorum

- (1) The Leadership Team must meet at least 4 times in each period of 12 months at such place and time as the Leadership Team may determine.
- (2) Additional meetings of the Leadership Team may be convened by the Church Secretary or by any member of the Leadership Team.
- (3) All reasonable efforts will be taken to ensure that notice of any meetings is given to all members of the Leadership Team.
- (4) At least 50% of **the number of members** of the Leadership Team, **as elected at the last election**, constitute a quorum for the transaction of the business of a meeting of the **team**.

- (5) No business is to be transacted by the Leadership Team unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to be dissolved.
- (6) At a meeting of the Leadership Team:
 - (a) the Leadership Team shall elect one of its members who is present to preside as Chairperson, or
 - (b) if the Leadership Team has not elected a Chairperson for the meeting, then the Church Secretary shall preside as Chairperson.

24. Delegation by Leadership Team to sub-committee

- (1) The Leadership Team or Member's Meeting may, by instrument in writing, delegate to one or more sub-committees (consisting of such persons as the Leadership Team or Member's Meeting thinks fit) the exercise of such of the functions of the Leadership Team as are specified in the instrument, other than:
 - (a) this power of delegation, and
 - (b) a function which is a duty imposed on the Leadership Team by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Despite any delegation under this rule, the Leadership Team may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Leadership Team.
- (6) The Leadership Team or Members Meeting may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn, as it thinks proper.

25. Voting and decisions

- (1) Questions arising at a meeting of the Leadership Team or of any sub-committee appointed by the Leadership Team are to be determined by a majority of votes of members of the Leadership Team or sub-committee present at the meeting.
- (2) Each member present at a meeting of the Leadership Team or of any sub-committee appointed by the Leadership Team (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) The Leadership Team may act despite there being any vacancy in its membership.

- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Leadership Team or by a sub-committee appointed by the Leadership Team, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

PART 4 – GENERAL MEETINGS

26. Annual General Meetings - holding of (see Schedule 1 to Act, item 7)

- (1) With the exception of the first Annual General Meeting of the incorporated Church, the Church must, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the Church, convene an Annual General Meeting of its members.
- (2) The Church must hold its first Annual General Meeting as an incorporated association:
 - (a) within the period of 18 months after its incorporation under the Act, and
 - (b) within the period of 6 months after the expiration of the first financial year of the Church.

27. Annual General Meetings- calling of and business of

- (1) The Annual General Meeting of the Church is, subject to the Act and to rule 26, to be convened on such date and at such place and time as the Leadership Team thinks fit.
- (2) In addition to any other business which may be transacted at an Annual General meeting, the business of an Annual General Meeting is to include the following:
 - (a) to confirm the minutes of the last preceding Annual General Meeting,
 - (b) to receive from the Leadership Team reports on the activities of the Church during the last preceding financial year,
 - (c) to elect office-bearers of the Church and ordinary members of the Leadership Team,
 - (d) to receive and consider the statement which is required to be submitted to members under section 26(6) of the Act.

28. Members Meetings

- (1) At least three other Members Meetings of the Church shall be held during each year, to be convened on such dates and at such places and times as the Leadership Team considers will be convenient to members.
- (2) The business of a Members Meeting shall include the following:
 - (a) to confirm the minutes of the previous Members Meeting.
 - (b) to receive from the Leadership Team reports on the activities of the Church since the previous Members Meeting.

29. Special Members Meetings – calling of

- (1) The Leadership Team may, whenever it thinks fit, convene a Special Members Meeting of the Church.
- (2) The Leadership Team must, on the requisition in writing of at least 20 per cent of the total number of members, convene a Special Members Meeting of the Church.
- (3) A requisition of members for a Special Members Meeting:

- (a) must state the purpose or purposes of the meeting, and
 - (b) must be signed by the members making the requisition, and
 - (c) must be lodged with the Church Secretary, and
 - (d) may consist of several documents in a similar form, each signed by one or more members making the requisition.
- (4) If the Leadership Team fails to convene a Special Members meeting within 1 month after that date on which a requisition of members for the meeting is lodged with the Church Secretary, any one or more of the members who made the requisition may convene a Special Members Meeting to be held not later than 3 months after that date.
- (5) A Special Members Meeting convened by a member or members as referred to in clause (4) must be convened as nearly as practicable in the same manner as Members Meetings are normally convened.

30. Notice

- (1) Except if the nature of the business proposed to be dealt with at a Members Meeting requires a special resolution of the Church, the Church Secretary must, at least 7 days before the date fixed for the holding of the Members Meeting, give notice of the date and time of the meeting.
- (2) It is sufficient notice if the Church Secretary or other Leadership Team member announces the holding of the Members Meeting and the date and time of the meeting at the morning service on each of the 2 Sundays prior to the holding of the Members Meeting or provides written notification in the monthly church bulletin.
- (3) Members Meetings shall normally be held on the church premises. If a Members Meeting is to be held at any different location then all notices of the meeting are to state the location where the meeting will be held.
- (4) If the nature of the business proposed to be dealt with at a Members Meeting requires a special resolution of the Church, then the Church Secretary must, at least 21 days before the date fixed for the holding of the Members Meeting, cause notice to be given to each member specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a special business.

31. Procedure

- (1) No item of business is to be transacted at a Members Meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Five members present in person (being members entitled under these rules to vote at a general meeting) or 10% of the membership (whichever is greater) constitute a quorum for the transaction of the business of a Members Meeting.
- (3) If within half an hour after the appointed time for the commencement of a Members Meeting a quorum is not present, the meeting:
- (a) if convened on the requisition of members, is to be dissolved, and
 - (b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by

written notice to members given before the day to which the meeting is adjourned) at the same place.

- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) is to constitute a quorum.

32. Presiding member

- (1) At a Members Meeting:
 - (a) the members in attendance shall elect one of themselves to preside as chairperson, or
 - (b) if the members have not elected a chairperson, then the Church Secretary shall preside as chairperson.
 - (c) If the Church Secretary is absent or unwilling, and no chairperson has been elected, the Pastor shall preside as chairperson.

33. Adjournment

- (1) The chairperson of a Members Meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a Members Meeting is adjourned for 14 days or more, the Church Secretary must give written notice or announce the date time and place of the adjourned meeting during the Sunday morning service prior to the adjourned meeting.

34. Making of decisions

- (1) A question arising at a Members Meeting is to be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, an entry to that effect in the minute book of the Church, is evidence of the fact without proof of the number or proportion of the votes recorded in favour or against that resolution.
- (2) At a Members Meeting, a poll may be demanded by the chairperson or by at least 3 members present in person or by proxy at the meeting.
- (3) If a poll is demanded at a Members Meeting, the poll must be taken:
 - (a) immediately, in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment, or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

35. Special resolution

A resolution of the Church is a special resolution:

- (a) if it is passed by a majority which comprises at least three-quarters of such members of the Church as, being entitled under these rules so to do, vote in

person or by proxy at a Members Meeting of which at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules,

or

- (b) where it is made to appear to the Director-General that it is not practicable for the resolution to be passed in the manner specified in paragraph (a), if the resolution is passed in a manner specified by the Director-General.

36. Voting

- (1) On any question arising at a Members Meeting a member has one vote only.
- (2) All votes must be given personally or by proxy but no member may hold more than 3 proxies.
- (3) In the case of an equality of votes on a question at a Members Meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.

37. Appointment of proxies

- (1) Each member is to be entitled to appoint another member as proxy by notice given to the Church Secretary no later than the commencement of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy is to be in the form set out in Appendix 2 to these rules.

PART 5 - MISCELLANEOUS

38. Insurance

The Church shall effect and maintain insurance.

39. Funds – source

- (1) The funds of the Church are to be derived from freewill offerings given by the congregation, fundraising activities and, subject to any resolutions passed by a Member's Meeting, such other sources as the Leadership Team determines.
- (2) All money received by the Church is to be deposited as soon as practicable and without deduction to the credit of the Church's account with a financial institution.

40. Funds – management

- (1) Subject to any resolution passed by a Member's Meeting, the funds of the Church are to be used in pursuance of the objects of the Church in such manner as the Leadership Team and Member's Meeting determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 members of the Leadership Team or employees of the Church, being members or employees authorised to do so by the Leadership Team.

41. Alteration of objects and rules

The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the Church.

42. Common seal

- (1) The common seal of the Church must be kept in the custody of the public officer.
- (2) The common seal must not be affixed to any instrument except by the authority of the Leadership Team and the affixing of the common seal must be attested by the signatures either of 2 members of the Leadership Team or of 1 member of the Leadership Team and of the public officer or Church Secretary.

43. Custody of books

Except as otherwise provided by these rules, the public officer must keep in his or her custody or under his or her control all records, books and financial documents relating to the Church.

44. Inspection of books

Upon request in writing, the records, books and other documents of the Church must be open to inspection with adequate notice, free of charge, by a member of the Church at any reasonable hour.

45. Service of notices

- (1) For the purpose of these rules, a notice may be served on or given to a person;
 - (a) by delivering it to the person personally, or
 - (b) by sending it by pre-paid post to the address of the person, or
 - (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for the giving or serving the notice.
- (2) for the purpose of these rules, a notice is taken, unless the contrary is proved, to have been given or served:
 - (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent, or if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

APPENDIX 1 (Rule 3(1))

APPLICATION FOR MEMBERSHIP OF MARSFIELD COMMUNITY CHURCH INC.

I,.....of.....hereby apply to become a member of Marsfield Community Church Incorporated. I accept the doctrinal basis of the Church as set out in the Statement of Objects. In the event of my admission as a member, I agree to be bound by the rules of the Church for the time being in force.

Signature of applicant Date

I,..... of.....being a member of the Church, nominate the applicant, who is personally known to me, for membership of the Church.

Signature of nominator Date

I,.....of.....being a member of the Church, second the nomination of the applicant, who is personally known to me, for membership of the Church.

Signature of seconder Date.

APPENDIX 2 (Rule 3(1))

FORM OF APPOINTMENT OF PROXY

I,.....of.....being a member of Marsfield Community Church Incorporated, hereby appoint..... Of.....being a member of the Church, as my proxy to vote for me on my behalf at the general meeting of the Church to be held on the.....day ofand at any adjournment of that meeting.

*My proxy is authorized to vote in favour of/against (delete as appropriate) the resolution (insert details).

*to be inserted if desired

Signature of member appointing proxy Date

NOTE: a proxy vote may not be given to a person who is not a member of the Church.