

Diamond Valley Baptist Church

Constitution.

2017

Adopted 26th March 2017

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1. Name

The Church is named the Diamond Valley Baptist Church ('the Church').

2. Doctrinal Basis

Affirming Baptist understandings of the Gospel, the Church is a member church of the Baptist Union of Victoria and accepts as an expression of the Christian faith the *Doctrinal Basis* contained in the Constitution of that Union and printed as Appendix 1 to this Constitution.

3. Membership

- 3.1. The membership of the Church consists of those who have been baptised by total immersion in water, repenting of their sins and professing their faith in Jesus Christ, declaring their intention to live as followers of Christ and commit to the Membership Covenant. (Appendix 2)
- 3.2. If applicants meet the doctrinal requirements of the Church, but baptism by immersion is not possible because of extenuating circumstances, the Church Council may admit them to membership.

4. Church Roll

- 4.1. The Church will maintain a roll of its members. This consists of people who are actively seeking to fulfil the Membership Covenant and those members who are in active missionary service but located elsewhere.
- 4.2. The Church Council will revise the Church Roll at least annually. After careful enquiry the Church Council may remove a member's name from the Roll.

5. The Basis of Church Governance

- 5.1. Under the guidance of God and Scripture, the Church Members' Meeting will be the final authority on all matters.
- 5.2. The Church recognises the Church Council as its governing body and authorises it to manage the affairs of the Church subject to this Constitution and decisions of the Members' Meeting.

6. Members' Meetings

6.1. Types of Meetings

6.1.1. Ordinary Meetings: At least three ordinary Members' Meetings will be held each year to consider specific matters relating to the life and ministry of the Church.

- (a) One meeting will be an Annual General Meeting which will include the: (i) presentation of the annual report and financial reports; (ii) election of Church Council members.
- (b) One meeting will consider and approve the Church's annual program and budget.
- (c) One meeting, not the Annual General Meeting, will include the election of members to the Nominating Committee.

6.1.2. Extraordinary meetings: An extraordinary meeting may be:

- (a) called by the Senior Pastor or the Church Council;
- (b) requested by 10% of the Church members. The members' request must be in writing and must state the purpose for which the meeting is called, and only that business will be dealt with at that meeting. Such a meeting is to be held within eight (8) weeks of the original request being received by the Chairperson of the Church Council. If a quorum is not attained the designated meeting will lapse and will not be reconvened.

6.1.3. Special Meetings

- (a) Special Meetings must be called and conducted in the manner prescribed in Schedule B to the Baptist Union Incorporation Act 1930. (A plain English summary of Schedule B, prepared by the Baptist Union of Victoria is reproduced as Appendix 3 to this Constitution.)
- (b) A Special Meeting will be held to consider:
 - (i) the appointment or removal of the Senior Pastor. Voting shall be by secret ballot.
 - (ii) the renting, sale, purchase, exchange or mortgage of property held in trust by the Baptist Union of Victoria for the Church; or the use of money received from the sale, mortgage or insurance of such property.

6.2. Notice of meeting

Notice of the time, place and major business of Members' Meetings must be given on at least the two (2) consecutive Sundays prior to the meeting by announcement at each worship service and by publication in printed and electronic media.

6.3. Chairperson

The Church Council will appoint a Chairperson for the Members' Meeting, not necessarily the same person each time.

6.4. Quorum

6.4.1. The quorum for all Members' Meetings will be 20% of current members on the roll, except for Special Meetings as in Clause 6.1.3 when the quorum will be 25% of the said members.

6.4.2. If a quorum for a Members' Meeting is not attained within thirty (30) minutes of the scheduled time for commencement of the meeting, the meeting may continue but will not be official. The Church Council may reconvene the meeting for another time. The normal notice requirements will apply unless the meeting is to be held in the next ten (10) days, in which case, one (1) weekend's notice will be sufficient. No business other than that in the original notice of the meeting will be considered at the reconvened meeting. The quorum will remain at 20% of members on the roll.

6.5. Voting

6.5.1. Members who are recorded on the Roll are eligible to vote at all Members' Meetings with the exception of Special Meetings where special provisions apply. (Refer to Schedule B to the Baptist Union Incorporation Act in Appendix 3).

6.5.2. The vote of the Church will be ordinarily taken by a show of hands. All voting for the appointment or removal of the Senior Pastor and the election of members of the Church Council and the Nominating Committee will be by secret ballot and require the affirmation of at least two thirds of the voting members present. A meeting may require a secret ballot on other matters where it is considered appropriate.

6.5.3. A motion put to a Members' Meeting will be carried by a simple majority (50% plus 1 of members present unless otherwise provided for in this Constitution or unless the Meeting decides that a particular decision will require a larger majority.

6.5.4. Motions considered at Special Meetings and alterations to this constitution require a two-thirds majority of members present.

6.5.5. Each member will have one vote. In the case of a tied vote, the motion is not passed. The Chairperson does not have a casting vote.

6.6. Minutes

Records of all decisions of Members' Meetings must be kept and made available to the Church membership.

7. Church Council

7.1. Role

The Church Council is responsible for the governance of the Church as delegated by the Church Members' Meetings and is accountable to the Church members.

7.2. Responsibilities

7.2.1. Spiritual Welfare

Provide prayerful, spiritual and theological oversight of the Church and ensure the wellbeing of the Senior Pastor and staff.

7.2.2. Vision

- (a) Together with the Senior Pastor, discern the vision, values and mission of the Church in consultation with the members and develop strategies for their implementation. Ensure the vision and values are reinforced to the Church at regular intervals.
- (b) Review the annual strategic plan for the Church.

7.2.3 Church Welfare

- (a) Support the Senior Pastor in working towards the agreed-upon results.
- (b) Safeguard the reputation of the Church.

7.2.4. Administration

- (a) Govern the Church by developing and maintaining policies and procedures to ensure due diligence, financial viability and legal compliance.
- (b) Maintain open communication with the Church community and ensure Members Meetings and other forums are open and safe and allow healthy, orderly and respectful discussion.
- (c) Maintain the Members Roll.
- (d) Prepare a Position Description for the Senior Pastor to be approved by the members.

- (e) Conduct regular reviews of the Senior Pastor.
- (f) Recommend to Church members the acceptance of the resignation, or the termination of employment, of the Senior Pastor.
- (g) Ensure a process is in place for the appointment or termination of pastoral and administrative staff and leaders of key ministry areas considering the recommendation of the Senior Pastor.
- (h) Keep records of Church Council decisions and make them available to members if requested by a Members' Meeting. The Council has the right to not release any item for scrutiny if such a disclosure would be deemed by the Council to be of a confidential nature.

7.2.5. Senior Pastor Vacancy

Upon the position of Senior Pastor becoming vacant, the Church Council will appoint a Search Committee. The Search Committee will present a recommendation for the appointment of a Senior Pastor to the Church following approval by the Church Council. The Search Committee will, as a minimum, possess the same character and competencies as the Nominating Committee.

7.3. Eligibility

Members of the Church Council must have been members of the Church for at least two (2) years and be at least 22 years of age and demonstrate the required characteristics and competencies for Church Council members found in Appendix 4.

7.4. Composition

7.4.1. The Church Council is comprised of:

- (a) Six (6) members elected by the Church members.
- (b) The Senior Pastor, who is not to act as Council Chair.

7.4.2. The quorum for Church Council meetings is four (4) elected members.

7.5. Term of service

7.5.1. A Church Council member's term will be for three (3) years.

7.5.2. Members may serve a maximum of three (3) consecutive terms and must take a break of one (1) year before being eligible for re-election.

7.5.3. The election of the Church Council members will be arranged so that normally two (2) members are elected each year.

7.6. Election

7.6.1. Nomination to the Church Council will be overseen by the Nominating Committee.

7.6.2. The Nominating Committee will call for nominations to the Church Council from Church members and publish the characteristics and competencies required for Church Council members.

7.6.3 The names of the nominees will be made known to the Church members not later than two (2) Sundays before the relevant Church Members' Meeting.

7.6.4. Each of the successful nominees must achieve a two-thirds affirmation vote from the members present. If there are more nominees than positions vacant, those nominees achieving the highest number of votes will be elected.

7.6.5. At its first meeting, following the Annual General Meeting, the Church Council will elect its Chair who will not hold a casting vote.

7.6.6. The Church Council will appoint a Secretary. If necessary, this person may be co-opted from outside the Church Council and as such will not have a vote on the Church Council.

7.7. Casual Vacancies

7.7.1. Should a casual vacancy occur on the Church Council, the Council upon the recommendation of the Nominating Committee may appoint a member to fill the vacancy. The member so appointed will hold office until the next Annual General Meeting when an election will be held.

7.7.2. The member so elected at the Annual General Meeting will hold office for the remainder of the term of the original incumbent who created the casual vacancy.

8. Nominating Committee

8.1. Responsibilities

The Nominating Committee will:

8.1.1. Seek nominations for the Church Council from the Church members.

8.1.2. Review the nominees based on the agreed Character and Competencies for Church Council members found in Appendix 4

8.1.3. Put forward all qualifying nominees for Church Council membership to the Church members for election.

8.1.4. Inform the Church Council when there are vacancies on the Nominating Committee.

8.2. Eligibility

Members of the Nominating Committee must have been members of the Church for at least two (2) years and be at least 22 years of age and demonstrate the required characteristics and competencies for Nominating Committee members found in Appendix 5.

8.3. Composition

8.3.1. The Nominating Committee will comprise

- (a) Two (2) members elected by the Church members.
- (b) One (1) member appointed annually by the Church Council from among its number.
- (c) The Nominating Committee will appoint its own Chairperson.

8.3.2. The Senior Pastor will act as an advisor and consultant to the Committee.

8.3.3. The quorum for Nominating Committee meetings will be all three (3) members present.

8.4. Terms of Service

8.4.1. Nominating Committee members will be elected for a term of four (4) years with the elections arranged so that one (1) member is elected every two (2) years.

8.4.2. Elected Nominating Committee members may serve a maximum of three (3) terms of four (4) years and must take a break of one (1) year before being eligible for re-election.

8.5. Election

8.5.1. The Secretary of the Church Council

- (a) Will call for nominations for the Nominating Committee.
- (b) Will, not later than two (2) Sundays before the relevant Church Members' Meeting, advise the Church members of the nominees to the Committee, and the member appointed by the Church Council.

8.5.2. Each of the successful nominees must receive a two-thirds affirmation vote from the Church members present. If there are more nominees than positions vacant, those nominees achieving the highest number of votes will be elected.

8.6. Casual Vacancies

8.6.1. Should a casual vacancy occur, the Church Council may appoint a Church member who is not a current Church Council member to fill the vacancy. The member so appointed will hold office until the next election of Nominating Committee members, when an election will be held.

8.6.2. The member so elected will hold office for the remainder of the term of the original incumbent who created the casual vacancy.

9. Deacons

The function of the Deacons as described in Schedule B to the Baptist Union Incorporation Act 1930 shall be exercised by the members of the Church Council.

10. The Senior Pastor

In the event of a vacancy, the Church Council may present the name of a suitable candidate for consideration to a Special Members meeting (Section: 6.1.3. (b) (i)) for approval and appointment by the Church membership.

10.1. The requirements for Senior Pastor include:

10.1.1. Eligibility for membership of the Church.

10.1.2. Eligibility for accreditation by the Baptist Union of Victoria.

10.1.3. Affirmation of the doctrinal basis of the Church (Appendix 1).

10.2. The Senior Pastor is accountable to the Church Council and through it to the Church members.

10.3. The Senior Pastor shall be an *ex officio* member of all organized groups, portfolios, auxiliaries and committees of the church.

10.4. The Senior Pastor of the church will be a person whom the church believes to have been called and gifted by the Lord of the Church to fulfil a ministry of pastoral leadership within the church and who agrees to abide by the current version of the '*Code of Ethics and Companion Guide.*' (B.U.V.)

10.5. The purpose and scope of the role will be set out in a memorandum [statement] of understanding, including areas of responsibility, entitlements and accountability. This will be informed by the current version of '*Guidelines for Healthy Church/Pastor Relationships.*' (B.U.V.)

10.6. There will be a full role-review completed before the end of the term of employment, to be expedited by a B.U.V. recommended facilitator. The review will assist Church Council in assessing future needs and directions in the search for a new Senior Pastor.

11. Grievance, Disciplinary and Safety Procedures

Church Council will develop and maintain policies to ensure appropriate management of grievance, disciplinary and safety issues.

12. Auditors

An auditor or auditors must be appointed at the Annual General Meeting to act for the following twelve months and will be empowered to audit the financial operations of the Church and all groups and organisations of the Church. The annual audited financial statements will be made available to the Church.

13. Groups and Organisations

13.1. All groups and organisations using the name of the Diamond Valley Baptist Church, or associated with the Church, must operate under a Constitution or upon a basis approved by the Church Council.

13.2. The Senior Pastor, or the Senior Pastor's delegate, may attend and may chair any meeting of such bodies.

13.3. Property purchased or used by any such body and any monies will become the property of the Church if that body disbands or ceases to function.

14. Alteration to this Constitution

No proposed alteration to this Constitution can be brought to a Members' Meeting unless notice of the wording of the proposed alteration has been given to Members at least 14 days prior to the meeting date.

15. Winding Up

In the event of the winding up of the Church, the assets of the Church must be disposed of in accordance with the provisions of the Baptist Union Incorporation Act 1930.

Appendix 1

The Doctrinal Basis from the Constitution of the Baptist Union of Victoria

1. The divine inspiration and supreme authority of the Scriptures of the Old and New Testaments.
2. The existence of one God in three persons – the Father, the Son, and the Holy Spirit.
3. The deity and incarnation of the Lord Jesus Christ, who is the Son of God, the second person of the Holy Trinity.
4. The fallen, sinful and lost estate of all people.
5. The salvation of men and women from the penal consequences and power of sin through the perfect obedience of the Lord Jesus Christ, His atoning death, His resurrection from the dead, His ascension to the right hand of the Father, and His unchanging priesthood.
6. The immediate work of the Holy Spirit in the regeneration of men and women, in their sanctification, and in their preservation to the heavenly Kingdom of the Lord Jesus Christ.
7. The necessity, in order to know salvation, of repentance towards God and of faith in the Lord Jesus Christ.
8. The resurrection of the dead, and the final judgment of all people by the Lord Jesus Christ.
9. The two ordinances of the Lord Jesus Christ, namely Baptism and the Lord's Supper, which are of perpetual obligation: Baptism being the immersion of believers upon the profession of their faith in the Lord Jesus Christ, and a symbol of the fellowship of the regenerate in His death, burial and resurrection; the Lord's Supper being a memorial, until He comes, of the sacrifice of the body and blood of the Lord Jesus Christ.

Appendix 2

Membership Covenant

Having received Christ as my Lord and Saviour, and being in agreement with the church's statements, strategy, and structure, I now believe that I am led by the Holy Spirit to unite with the Diamond Valley Baptist Church community. In doing so, I commit myself to God and to the other members to do the following:

1. I will protect the unity of my church community

... By acting in love toward other members

... By conversation that builds, refusing to gossip

... By recognizing God's call on the leadership

'So let us concentrate on the things which make for harmony, and on the growth of our fellowship together.' Rom. 15:19

'Live in complete harmony with each other - each with the attitude of Christ toward each other.' Rom. 15:5

'Have a sincere love for your fellow believers, love one another earnestly with all your hearts.' 1 Peter 1:22

'Do not let any unwholesome talk come out of your mouths, but only what is helpful for building others up according to their needs...' Eph.4: 29

'Obey your leaders and submit to their authority. They keep watch over you as those who must give an account. Obey them so that their work will be a joy, not a burden, for that would be no advantage to you.' Heb. 13:17

2. I will share the responsibility of my church community

... By praying for its growth

... By reaching out to those in the broader community

... By warmly welcoming those who visit

'To the church...we always thank God for you and pray for you constantly.' 1 Thess.1:2

'Go out into the country...and urge anyone you find to come in, so that my house will be full.' Luke 14: 23

'So, warmly welcome each other into the church, just as Christ has warmly welcomed you; then God will be glorified.' Rom. 15:7

3. I will serve the ministry of my church community

... By discovering my gifts and talents

... By being equipped to serve

... By developing a servant's heart

'Serve one another with the particular gifts God has given each of you...' 1 Peter 4:10

'God gave ... some to be pastors and teachers to prepare God's people for works of ministry, so that the body of Christ may be built up.' Eph 4:11-12

'Each of you should look not only to your own interests, but also to the interests of others. Your attitude should be the same as that of Jesus Christ, who took on the very nature a servant...' Phil. 2: 3-4, 7

4. I will support the testimony of my church community

... By committing to this community

... By seeking to live a Godly life

... By giving regularly

'Let us not give up the habit of meeting together...but let us encourage one another.' Heb. 10:25

'But whatever happens, make sure that your everyday life is worthy of the gospel of Christ' Phil. 1:27

'Each one of you, on the first day of each week, should set aside a specific sum of money in proportion to what you have earned and use it for the offering.' 1 Cor. 16:2

'A tenth of all you produce is the Lord's, and it is holy.' Lev.27:30

Appendix 3

Schedule B to The Baptist Union Incorporation Act 1930

... a plain English summary...

This summary has been prepared by the Union office as a guide to the operation of Schedule B. It is a guide only. We recommend that Schedule B in its original form be read when specific questions arise. If you are in doubt about the meaning of a particular provision, please contact the Union office.

The Baptist Union of Victoria ("Union") holds property on trust for its member churches for the following purposes and subject to the following conditions:

1. To allow the member church concerned "Church" to build/alter a sanctuary, manse or other buildings/structures as desired by the Church. These buildings are to be used as directed by the Church.
2. Based firmly on the principles of congregational government, the Church has complete discretion to manage its affairs, subject to clause 10 below.
3. The Church is entitled to direct the use of money received by it.
4. A pastor called (including for a new term) to the Church:
 - 4.1 must be Baptist;
 - 4.2 must be called (including for a new term) by a Special Church Meeting complying with clause 10 below;
 - 4.3 must subscribe to the Doctrinal Basis [reproduced as Appendix I].

And a pastor removed from the Church must be dismissed by a Special Church Meeting complying with clause 10 below.

5. The Church is entitled to use its property as security to borrow money. The decision to mortgage or otherwise charge the Church property must be made at a Special Church Meeting complying with clause 10 below.
6. The Church is entitled to:
 - 6.1 create easements over;
 - 6.2 construct roads over;
 - 6.3 sell its property.

Without the consent of the Executive Council of the Union ("Executive Council"), the Church may not sell its property at substantially less than current market value.

7. Money received by the Church:
 - 7.1 raised by way of mortgage of Church property;
 - 7.2 derived by sale of Church property;
 - 7.3 received as an insurance payout in relation to Church property; must be used for further property purchase or building improvements. Monies so derived are deposited with the Union in the normal course until the Church directs the use of the money.
8. The Church is entitled to rent Church property on terms decided by a Special Church Meeting complying with clause 10 below.
9. Where the Union receives money on behalf of the Church, the payee has no further responsibility to follow up the payment.
10. The Special Church Meetings referred to above:
 - 10.1 may generally be called at any time;
 - 10.2 may be called by the Church leadership;
 - 10.3 must be called upon the written request of at least one-sixth of the members of the Church;
 - 10.4 must be convened by 14 days' clear notice specifying the time, place and purpose of the meeting.At a Special Church Meeting:
 - 10.5 persons voting must be over 18 years, must have been members of the Church for at least 6 months, and must have been present at Church for communion at least once in the preceding 6 months; and
 - 10.6 a two-thirds majority vote is required.
 - 10.7 (the two-thirds rule relates to two-thirds of all those members present and voting. ... if the vote is by ballot and invalid votes are cast, the number of invalid votes must still be included in the total number of votes against which the two-thirds requirement is measured.)
11. A minute signed by the Chairperson of a Church Meeting is sufficient evidence that the minute is an accurate record of a Church decision.
12. (transitional provision)

13. In special circumstances of the Church owing money that the Union is liable to pay, the Union may, having given 6 months written notice to the Church, mortgage or sell Church property so as to cover the debt.
14. The beneficial ownership and control of Church property by the Church is not affected per se if the Church moves to another locality.

In relation to the powers vested in the Church by clauses 4, 5, 7, 8 and 13 above, the Church may, at any time, ask Executive Council to stand in the shoes of the Church and be able to exercise those powers in the Church's stead. Executive Council and the Church may later both determine that those powers will revert back to the Church.

15. If:

- 15.1 the Church is dissolved;
- 15.2 the Church is dispersed;
- 15.3 the membership of the Church is reduced below 6; or
- 15.4 public worship in the Church sanctuary property stops for six months (not being for building alterations) the Union automatically assumes full control of the Church property.

[At this stage any proceeds of sale of Church property by the Union would be deposited in the Union's Advancement Fund.]

If the resident membership of the Church is reduced to less than 29 but more than 5, Executive Council may exercise the powers vested in the Church by clauses 4, 5, 7, 8 and 13 above. Executive Council may only exercise this discretion to stand in the shoes of the Church if it has given three months' written notice of its intention to the Church and to Assembly. The Executive Council action must also have the endorsement of Assembly. Executive Council and the Church may later agree and both determine that the powers vested in Executive Council will revert back to the Church.

16. If the Church moves to another locality and leases the original Church property, then, until the end of the lease, the clause 15 "trigger" above, relating to the absence of public worship for at least six months, does not apply.

13 October 2000

Appendix 4

Characteristics and Competencies for Church Council Members

1. Must demonstrate mature spiritual character.
2. A member of Diamond Valley Baptist Church for at least 2 years.
3. At least 22 years of age.
4. A character of prayerfulness and motivation to serve.
5. A demonstrated gift of discernment.
6. Being of appropriate character and reputation, and having no legal impediment.
7. An understanding and commitment to the Diamond Valley Baptist Church vision.
8. An ability to put the welfare of the Church before personal interests.
9. Demonstrating ability or experience in one or more of the following areas:

Legal Compliance

Financial Management

Human Resources

Theology

Pastoral/Shepherd Heart

Servant Leadership

Strategic Planner

Business Expertise

Baptist Governance

Governance Knowledge

Appendix 5

Characteristics and Competencies for Nominating Committee Members

1. Must demonstrate mature spiritual character.
2. A member of Diamond Valley Baptist Church for at least 2 years.
3. At least 22 years of age.
4. A character of prayerfulness and motivation to serve
5. A demonstrated gift of discernment.
6. Being of appropriate character and reputation, and having no legal impediment.
7. An understanding and commitment to the Diamond Valley Baptist Church vision.
8. An ability to put the welfare of the Church before personal interests.