

CHINESE EVANGELICAL CHURCH CONSTITUTION

CHAPTER 1: DEFINITIONS AND INTERPRETATIONS

IN this Constitution

“the Church”	means the Chinese Evangelical Church
“the General Secretary”	means the Secretary of the Church or any other person appointed to perform the duties of the Secretary of the Church
“the Committee”	means the Church Committee
“the Holding Trustees”	means persons nominated by the Church to hold land on its behalf
“members”	means full and associate members unless specifically stated otherwise. (“member”) has a corresponding meaning
“membership book”	means the record of members which shall be kept as a paper record or as a computer record

“membership” applies to both full and associate members.

Words importing the masculine gender only shall include the feminine gender.

Words and expressions referring to writing unless the context requires otherwise, include references to printing, lithography, and other methods of representing or reproducing words in a visible form.

CHAPTER 2: GENERAL

2.1 Name of the Church

The name of the Church shall be called the “Chinese Evangelical Church”; and in Chinese 中華福音教會 (hereafter referred to as “the Church”).

2.2 The Object of the Church

The object of the Church shall be to advance the Christian religion, primarily but not exclusively to people of Chinese origin, in Birmingham and the surrounding areas according to the tenets of faith set out in the Schedule attached to the Constitution (“Statement of Faith”).

CHAPTER 3: POWERS

In order to achieve the objects set out at Clause 2.2 above but not for any other purposes the Church may do the following:

- 3.1 arrange for and provide for or join in arranging and providing for the holding of Church services, meetings and other related events;
- 3.2 arrange and provide for or join in arranging and providing for the holding of exhibitions, meetings, conferences, seminars, lectures, classes and other training events together with other services to promote the interests of the members;
- 3.3 to purchase, take on lease or exchange, hire or otherwise acquire any real or personal property and any rights or privileges and to construct, maintain and alter any building or erections which the Church may think necessary for the promotion of its objects;
- 3.4 to sell, let, mortgage dispose of or to turn to account all or any of the property or assets of the Church with a view to the furtherance of its object;
- 3.5 to raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscription, donation or otherwise provided that the Church shall not undertake any permanent trading activity in raising funds for the above mentioned charitable objects;
- 3.6 to borrow and raise money to further the objects of the Church in such a way and on security as the Church may think fit;

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- 3.7 to employ and pay such staff and other persons as are necessary for the furtherance of the objects of the Church;
- 3.8 to make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widows and dependants;
- 3.9 to support, administer or set up other charities;
- 3.10 to invest whatever money the Church does not require immediately to further its objects in or upon whatever investments, securities and property the Committee considers appropriate, subject to any conditions and consents required or imposed by the law;
- 3.11 to subscribe to, become a member of amalgamate or co-operate with any other charitable organisation, institution, Church or association which has similar objects to those of the Church;
- 3.12 to insure the Church's property against any foreseeable risk and take out other insurance policies to protect the Church when required;
- 3.13 to insure members of the Committee against the costs of a successful defence to a criminal prosecution brought against them as charity trustees or against personal liability incurred in respect of any act or omission which is or is alleged to be a breach of trust or a breach of duty (unless the Trustee concerned knew that, or was reckless as to whether the act or omission was a breach of trust or a breach of duty).

CHAPTER 4: MEMBERSHIP OF THE CHURCH

- 4.1 Full Membership shall be open to all:
 - 4.1.1 who have already been baptised in the Church or other churches recognised by the Committee and accept our Statement of Faith and Church Constitution;
 - 4.1.2 and are resident in Birmingham and the surrounding area;
 - 4.1.3 and have attended the Church meeting for at least six months;
 - 4.1.4 and are over sixteen years of age;
 - 4.1.5 In the event that a full member shall leave the Birmingham area and shall cease to worship with the Church for a period of three months, he shall cease to be a full member at the end of that three month period and shall become an associate member.
- 4.2 Associate membership
 - 4.2.1 Associate membership shall be open to any person who is a full member of the Church and who shall cease to be resident in the Birmingham area for a period of three consecutive months.
 - 4.2.2 In the event that an associate member shall return to the Birmingham area and attend the Church for a period of three months, the associate member shall automatically become a full member at the expiry of the three month period.
- 4.3 Application
 - 4.3.1 Application shall be made to the Church Committee in the form prescribed by the Committee.
 - 4.3.2 Applicants will be interviewed by two members of the Church appointed by the Committee. The Committee will in its absolute discretion decide whether to admit a person to Membership or not. There shall be no right of appeal.
 - 4.3.3 Members are not required to relinquish any other their own church membership they may have.
- 4.4 Rights of Members
 - 4.4.1 A full member may vote in a general meeting.
 - 4.4.2 A full member may be nominated to hold office in the Church Committee.
 - 4.4.3 A full member may nominate or second candidates for the election of the Church Committee.
 - 4.4.4 A full member may submit proposals to the Church Committee or to the General Meeting.

4.5 Responsibility of Full Members

- 4.5.1 To attend meetings regularly for corporate worship, prayer and the Holy Communion.
- 4.5.2 To attend and vote at general meetings.
- 4.5.3 To promote one another's well-being through mutual care, love and concern.
- 4.5.4 To support the work of the Church.

4.6 Termination of Membership

A Member shall cease to be a member of the Church if:

- 4.6.1 he writes to the Secretary stating that he no longer wishes to be a member;
- 4.6.2 he fails to attend the Church meeting for a period of six consecutive months and it is agreed by two thirds of the Committee that his membership should be suspended;
- 4.6.3 If the Committee considers that a member is living and/or teaching contrary to the Holy Scripture and the Statements of Faith;
 - 4.6.3.1 it shall speak to the member either through the pastor or by no fewer than two representatives of the Committee meeting with the member and shall ask the member to amend his actions and/or teachings.
 - 4.6.3.2 In the event that the member says that he will not, or does not, amend his actions and/or teachings the Committee shall vote on whether the member's membership should be suspended or terminated.
 - 4.6.3.3 In the event that the Committee unanimously agrees that the member's membership should be terminated, the Secretary shall call an extraordinary general meeting of members. The Committee shall submit to the extraordinary general meeting a proposal that the member's membership should be terminated or suspended, whichever the Committee shall have decided is the most appropriate.
 - 4.6.3.4 If 75% of the members in general meeting consider that the member's membership should be terminated or suspended as the case may be, the member's membership shall be so terminated or suspended.

CHAPTER 5: CHURCH GOVERNMENT

- 5.1 The Church and its property shall be administered and managed in accordance with this Constitution by the Trustees of the Church.
- 5.2 The Trustees and the Church Committee shall be responsible to the general meetings of the Church. Matters concerning financial sum of THREE thousand pounds Sterling or more has to be validated by at least two-thirds majority at the general meeting.
- 5.3 Any decision at the Church Committee Meetings and the General Meetings shall consult the opinion of the pastor unless it involves the pastor personally.

CHAPTER 6: CHURCH COMMITTEE

6.1 Committee Members

- 6.1.1 The Committee shall consist of a minimum of five and a maximum of eight people made up as follows:
 - the pastor
 - four to seven people elected by the members at the Annual General Meeting receiving at least 50% of the vote available.
 - The election procedure of the incoming Committee shall be determined by the present Committee.
 - The number of the incoming Committee members shall be determined by the present Committee and enforced throughout the year.
- 6.1.2 The Committee members shall elect from amongst themselves a chairman, a general secretary, a financial secretary and any other posts as required by the Committee.

- 6.1.3 The Committee members shall elect from amongst the elected members no less than three of them to serve as Trustees of the Church.
- 6.2 Term of office
- 6.2.1 All Committee members shall retire from office together at the Annual General Meeting next after the date on which they were appointed or came into office, but they may be re-elected or re-appointed.
- 6.2.2 No Committee member shall hold the same office for more than two years consecutively.
- 6.2.3 No Committee member shall remain a Committee member for more than six consecutive years.
- 6.2.4 The proceedings of the Committee shall not be invalidated by any vacancy among their number or any failure to appoint or any defect in the appointment or qualification of a member.
- 6.2.5 No person shall be appointed as a member of the Committee who is under the age of eighteen years.
- 6.3 Power of the Committee
- 6.3.1 The Church Committee shall have the power to delegate any specific job to any person. Such persons will act under the supervision of the Committee, although they may not be a Committee Member themselves, and must report their acts and proceedings fully and promptly back to the Committee.
- 6.3.2 In the event that a place on the Committee becomes vacant, the Committee shall have the power to recommend to members to the Church in a general meeting called for the purpose of electing a new Committee member to fill the vacancy. The member who obtains the highest number of votes shall hold the position. In the event of only one candidate standing, a vote of confidence will be made requiring simple majority.
- 6.4 Duties of the Committee
- 6.4.1 The Church Committee shall not meet less than once in every two months.
- 6.4.2 Chairman
- 6.4.2.1 The chairman shall preside at all committee meetings of the Church.
- 6.4.2.2 The chairman shall be the chief executive of the Church and of the Committee, and shall be responsible for all the affairs of the Church.
- 6.4.2.3 The chairman shall see to it that all members of the Committee perform their duties properly and shall take appropriate action whenever necessary.
- 6.4.2.4 The chairman shall review the work of the Church, which is being carried out, frequently.
- 6.4.3 General Secretary
- 6.4.3.1 The general secretary shall conduct the general correspondence and record the minutes of all meetings of the Church.
- 6.4.3.2 The general secretary shall prepare the annual report to be presented at the general meeting.
- 6.4.3.3 The general secretary shall be responsible for the keeping of all past and present records of the Church.
- 6.4.4 Financial Secretary
- 6.4.4.1 The financial secretary shall keep an account of all income and expenditure of the Church.
- 6.4.4.2 The financial secretary shall draft the annual budget of the Church.
- 6.4.4.3 The financial secretary shall prepare the annual finance report to be presented at the general meeting.
- 6.4.4.4 The financial secretary shall be generally responsible for all financial matters of the Church. Cheques drawn on behalf of the Church are to be signed by both the financial secretary and the Chairman or the general secretary, or otherwise agreed by the Committee Members.

6.4.5 Committee Members

The Committee Member shall generally assist in the running of the Church's business.

6.5 Quorum of the Church Committee

6.5.1 The quorum of the Church Committee shall consist of at least two-thirds of the total number of the Committee.

6.5.2 Unless otherwise stated in the constitution, a simple majority of votes shall rule at any Committee meetings. The pastor, and in his absence the chairman of the meeting, will enjoy a casting vote in the event of ties.

6.5.3 Three days' notice should be given for any committee meeting

6.5.4 If the quorum is not present thirty minutes after the appointed time for the meeting, the meeting shall be adjourned by the Chairman, and fresh notice of date, time and place shall be given three days before the meeting. At the adjourned meeting, the Committee members present shall be the quorum.

CHAPTER 7: GENERAL MEETING

7.1 Annual General Meeting

7.1.1 The Church shall hold an Annual General Meeting in each year in addition to any other meeting in that year. The Annual General Meeting shall be held before the thirty-first day of May in each year.

7.1.2 The Committee shall decide where and when an Annual General Meeting shall take place.

7.1.3 The following business shall be dealt with at each Annual General Meeting of the Church:

7.1.3.1 minutes of the previous Annual General Meeting and of previous extraordinary general meetings, if any;

7.1.3.2 the annual reports of the Committee and of the auditors;

7.1.3.3 the consideration of the accounts and balance sheets;

7.1.3.4 the election of the Church Committee for the forthcoming year;

7.1.3.5 the appointment and remuneration, if any, of auditors;

7.1.3.6 the transaction of any other business properly notified to the Committee prior to the Annual General Meeting.

7.1.4 In order to transact any other business other than that stated on the agenda, the proposal by a member shall be seconded and agreed by a simple majority of the members present who shall vote on a show of hands.

7.1.5 In any vote a decision will be made by a simple majority of the members present who shall vote on a show of hands.

7.1.6 Any full member who is unable to attend an Annual General Meeting in person may put forward his vote in the election of Committee members by writing to the Secretary at least forty eight hours before the meeting is due to commence and stating who he considers should be elected onto the Committee.

7.2 Extraordinary General Meeting

7.2.1 All general meetings called for the purpose of discussing business matters of the Church and which are not Annual General Meetings shall be called extraordinary general meetings.

7.2.2 An extraordinary general meeting may be convened by:

7.2.2.1 a majority of the members of the Committee for any purpose they consider appropriate;

7.2.2.2 by the Secretary at the request of ten or one third of the members, whichever is the least in number, which persons shall submit a request to the Secretary specifying the matters they wish to be discussed. The Secretary shall send out notices calling the meeting within seven days of receipt of such request.

7.2.2.3 No other business shall be transacted during such a meeting.

7.3 Notice of Meetings

- 7.3.1 Fourteen clear days' notice will be given of all general meetings, including an Annual General Meeting.
- 7.3.2 The notice shall be in writing and shall state the date, time and place of the meeting and the general nature of business to be transacted. Where the meeting is an Annual General Meeting the notice shall state that it is the Church's Annual General Meeting.
- 7.3.3 The notice shall be given to all members of the Church and to Committee members and auditors.
- 7.3.4 Only members may attend a general meeting of the Church.
- 7.3.5 The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings of that meeting.

7.4 Quorum

- 7.4.1 No meeting of the Church shall proceed unless it is quorate. A quorum means one half of the total members of the Church entitled to attend and vote at a meeting.
- 7.4.2 If the meeting is not quorate thirty minutes after the appointed time for the meeting, the meeting shall be adjourned by the Chairman and a fresh notice of date, time and place shall be given of the meeting which shall be no earlier than seven days after the date on which the meeting was originally appointed to take place.
- 7.4.3 At an adjourned meeting of the Church the meeting shall proceed irrespective of whether it is quorate pursuant to Clause 7.4.2 and any decision made at that meeting shall be binding on the Church members.
- 7.4.4 No business may be dealt with at an adjourned meeting other than that which was on the agenda of the meeting from which it was adjourned.

7.5 Procedure of Meetings

- 7.5.1 The Chair of the Committee shall be the Chair of any general meeting of the Church unless he wishes to appoint another member of the Committee to preside over the meeting.
- 7.5.2 In the event that the Chair of the meeting is not present within fifteen minutes of the appointed time for the meeting the members present may elect amongst themselves a chairman to preside over the meeting.

CHAPTER 8: PASTOR OF THE CHURCH

- 8.1 The Committee shall consider applications for the position of pastor.
- 8.2 After considering the applications, the Committee shall make a recommendation to the Church in general meeting by nominating one of the applicants. Full members may attend the general meeting and vote as to whether to accept the nominee or not.
- 8.3 Voting will be by secret ballot.
- 8.4 In the event that two thirds of those present vote in favour of the nomination, that person shall be appointed as pastor. In the event that two thirds of those present do not vote for the nominee, the Committee shall reconsider and put forward an alternative nominee.
- 8.5 The pastor shall be an ex-officio member of the Committee with full voting rights on the Committee. Further, the pastor shall be a full member of the Church.
- 8.6 The pastor shall be Advisor of the Church on all spiritual and ethical matters.

CHAPTER 9: FINANCE AND AUDIT

9.1 Records and Accounts

- 9.1.1 The Church's finance year shall be the financial year (i.e. beginning in April and finishing in March).
- 9.1.2 The Committee must comply with the requirements of the Charities Act 1993 as to the keeping of financial records, the audit or independent examination of accounts and the preparation and transmission to the Commission of:
 - 9.1.2.1 annual reports;
 - 9.1.2.2 annual returns;
 - 9.1.2.3 annual statements of account.
- 9.2 The Committee must keep proper records of:
 - 9.2.1 all proceedings at general meetings;
 - 9.2.2 all proceedings at Committee meetings;
 - 9.2.3 all reports of sub-committees;
 - 9.2.4 all professional advice obtained.
- 9.3 Annual reports and statements of account relating to the Church must be made available for inspection by any member of the Church.
- 9.4 A copy of the latest available statement of account must be supplied to any person who makes a written request and pays the Church's reasonable costs (as required by the Charities Act 1993).
- 9.5 Property and Funds
 - 9.5.1 The property and funds of the Church must be used only for promoting the objects and do not belong to the members of the Church or the Committee.
 - 9.5.2 No Committee member may receive any payment of money or other material benefit (whether direct or indirect from the Church except
 - 9.5.3 reimbursement of reasonable out of pocket expenses (including hotel and travel costs) actually incurred in the administration of the Church;
 - 9.5.4 interest at a reasonable rate on money lent to the Church;
 - 9.5.5 a reasonable rent or hiring fee for property let or hired to the Church;
 - 9.5.6 an indemnity in respect of any liabilities properly incurred in running the Church (including the costs of a successful defence to criminal proceedings);
 - 9.5.7 any Church member who possesses specialist skills or knowledge, and any firm or company of which such a person is a member or employee, may charge and be paid reasonable fees for work carried out for the Church on the instructions of the other Committee members but (i) only if the procedure prescribed by Clause 9.6 is followed in selecting the member, firm or company concerned and setting the fees and (ii) provided that this provision may not apply to more than one half of the Committee members in any financial year;
 - 9.5.8 in the case of an individual member, charitable benefits in his or her capacity as a beneficiary.
- 9.6 Whenever a Committee member has a personal interest in a matter to be discussed at a Committee meeting, the Committee member must
 - 9.6.1 declare an interest before discussion begins on the matter;
 - 9.6.2 withdraw from that part of the meeting unless expressly invited to remain in order to provide information;
 - 9.6.3 not be counted in the quorum for that part of the meeting;
 - 9.6.4 withdraw during the vote and have no vote on the matter.
- 9.7 Funds which are not required for immediate use or which will be required for use at a future date must be placed on deposit or invested in accordance with Clause 9.9 until needed.
- 9.8 Investments and other property of the Church may be held:
 - 9.8.1 in the names of the Committee members (or in the name of the Committee if incorporated under the Charities Act 1993);

- 9.8.2 in the name of a nominee (being a corporate body registered or having an established place of business in England and Wales) under the control of the Committee or of a financial expert (being an individual or company authorised and licensed by the Financial Services Authority) acting on their instructions;
- 9.8.3 in the name of Holding Trustees for the Church.
- 9.8.4 in the case of land, by the Official Custodian for Charities under an order of the Commission or the Court.

9.9 Holding Trustees

- 9.9.1 Holding Trustees shall be appointed by the Committee and may be not less than three individuals appointed as such or a trust corporation (or official custodian by charity commission) and if a trust corporation (or official custodian by charity commission) shall be appointed (and may be removed) by deed executed by the Committee. Holding Trustees shall be entitled to act only in accordance with the lawful directions of the Committee and, provided they so act, to receive indemnity from the Church.
- 9.9.2 The appointment and removal of Holding Trustees shall be with the consent of a majority of the members of the Church present and voting in a General Meeting of the Church..

CHAPTER 10: ASSOCIATION

- 10.1 The Church is affiliated to the Chinese Overseas Christian Mission (“COCM”)and will take every opportunity of co-operation with it, and with other Fellowships and Churches affiliated with it. The Committee may consult the COCM on any matters deemed necessary but shall not be bound by its opinions
- 10.2 The Church shall recognise other Christian churches and fellowships, and will co-operate with them in activities of common interest.

CHAPTER 11: AMENDMENTS TO THE CONSTITUTION

- 11.1 Amendments to this Constitution shall receive the assent of at least two-thirds of the members present at a general meeting of the Church, subject to the provisions of Clause 11.5.
- 11.2 A proposal to amend this Constitution may be submitted to the members in general meeting by:
 - (i) the Church Committee; or
 - (ii) the General Secretary at the request of ten or one third of the members, whichever is the fewer in number, of the Church PROVIDED THAT the Committee shall not be required to call a general meeting to discuss the proposed amendments until a date no sooner than twenty one days, and no later than forty days, after receiving notification of the proposed amendments.
- 11.3 The notice and the proposal of such amendments shall be given to the members of the Church at least 14 days before the meeting.
- 11.4 No amendments may be made to Chapter 2 (Objects), Chapter 11 (Amendments to the Constitution), Chapter 12 (Dissolution of the Church) and the Statement of Faith set up in the Schedule attached to the Constitution unless
 - (1) the Charity Commission shall give its consent; and
 - (2) at least three-quarters of the members present at an Annual General Meeting shall give their consent; and all members of the Church Committee shall give their consent.
- 11.5 No amendment may be made which would have the effect of making the charity cease to be a charity at law.
- 11.6 The Church Committee should promptly send to the Charity Commissioners a copy of any amendment made under this clause.

CHAPTER 12: DISSOLUTION OF THE CHURCH

- 12.1 The Church may be dissolved by a resolution passed by at least three-quarters of the members present at an Extra-ordinary General Meeting called for such a purpose.
- 12.2 The notice of proposal for such dissolution shall be given to the members of the Church at least 30 days before the meeting.
- 12.3 If at any time the members at a general meeting decide to dissolve the Church, the members of the Committee will remain in office as charity trustees and will be responsible for the orderly winding up of the Church's affairs.
- 12.4 All remaining assets of the Church after the satisfaction of all debts and liabilities, shall be given or transferred to such charitable institution or institutions having objects similar to the objects of the Charity as the members of the church may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the charity must be sent to the Commissioners.

FIRST SCHEDULE: STATEMENT OF FAITH

The Doctrinal Basis of the Church shall be:

- The divine inspiration and infallibility of the Holy Scripture as originally given and its supreme authority in all matters of faith and conduct.
- The unity of the Father, the Son and the Holy Spirit in the Godhead.
- The universal sinfulness and guilt of human nature since the Fall, rendering man subject to God's wrath and condemnation.
- The redemption from the guilt, penalty, and the power of sin only through the sacrificial death (as our representative and substitute) of Jesus Christ, and Incarnate Son of God.
- The resurrection of Jesus Christ from the dead.
- The necessity of the work of the Holy Spirit in making the death of Jesus Christ effective to the individual sinner, granting repentance toward God and faith in Jesus Christ.
- The indwelling and the work of the Holy Spirit in the believers.
- The expectation of the personal return of the Lord Jesus Christ.