

RULES OF THE CHINESE CHRISTIAN CHURCH OF VICTORIA INCORPORATED

**ABN: 70 972 235 132
Association number: A0000320Y**

Written May 1984

1st Revision May 1985

2nd Revision May 1986

3rd Revision May 1992

4th Revision May 2000

5th Revision May 2002

6th Revision May 2007

7th Revision July 2007

8th Revision August 2014

9th Revision May 2025

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Part 1 - Preliminary

1. Name

The name of the incorporated association is "Chinese Christian Church of Victoria Incorporated" - hereinafter called "the Church".

2. Purposes

The purposes of the Church are:

- 2.1 to bring Christians together to worship, praise and glorify our triune true God; and to celebrate the holy sacraments of Holy Communion and Baptism;
- 2.2 to promote the spiritual growth of Christians through the study of, and instruction in, the Word of God;
- 2.3 to promote the fellowship of Christians as members of the body of Christ;
- 2.4 to seek to apply the principles and teachings of the Word of God in the life of the Church;
- 2.5 to proclaim the gospel of salvation through Christ Jesus to the world in accordance with His great commission; and
- 2.6 to engage in any activity consistent with the above purposes, including activities incidental or conducive to the attainment of the above purposes.

3. Financial year

The financial year of the Church is each period of 12 months ending on "31 December".

4. Definitions

In these Rules, unless the contrary intention is expressed, the following terms are interpreted as defined here:

- 4.1 **ACNC** means the Australian Charities and Not-for-profits Commission;
- 4.2 **ACNC Legislation** means the *Australian Charities and Not-for-profits Commission Act 2012* (Cth) and the *Australian Charities and Not-for-profits Commission (Consequential and Transitional) Act 2012* (Cth);
- 4.3 **Active Elder** has the meaning given to that term in rule 60.3;
- 4.4 **baptised** means baptised by immersion or sprinkling;
- 4.5 **baptism** means baptism by immersion or sprinkling;
- 4.6 **Board** means the committee having management of the business of the Church;
- 4.7 **Board meeting** means a meeting of the Board held in accordance with these Rules;
- 4.8 **Board member** means a member of the Board elected or appointed under Divisions 3, 4, 5 of Part 5;
- 4.9 **Chairperson**, of a general meeting or Board meeting, means the person chairing the meeting as required under rule 52;

- 4.10 **Charity** means a charity registered under the ACNC Legislation;
- 4.11 **confirmed** under rules 9.1.5, 57.1.4, 61.1.4 and 84.2 means having undergone the process recognised by various Protestant denominations whereby the individual publicly professes his or her Christian faith and/or publicly confirms his or her infant baptism;
- 4.12 **Deductible Gift Recipient** means an entity to which tax deductible gifts may be made pursuant to Division 30 of the ITAA 1997;
- 4.13 **DGR Gifts** means:
- 4.13.1 gifts of money or property for the purpose of the Public Fund received during any time that the Church is endorsed as a Deductible Gift Recipient;
 - 4.13.2 contributions described in item 7 or 8 of the table in section 30-15 of the ITAA 1997 in relation to a fundraising event (as defined by section 995-1 of the ITAA 1997) held for that purpose during any time that the Church is endorsed as a Deductible Gift Recipient; and
 - 4.13.3 money received by the Church because of such gifts or contributions during any time that the Church is endorsed as a Deductible Gift Recipient;
- 4.14 **disciplinary appeal meeting** means a meeting of the disciplinary appeal subcommittee convened under rule 26.3;
- 4.15 **disciplinary meeting** means a meeting of the disciplinary subcommittee convened for the purposes of rule 25;
- 4.16 **disciplinary subcommittee** means the subcommittee appointed under rule 23;
- 4.17 **doctrinal statement** means the doctrinal statement described in rule 5;
- 4.18 **financial year** means the 12 month period specified in rule 3;
- 4.19 **general meeting** means a general meeting of the members of the Church convened in accordance with Part 4 and includes an annual general meeting and a special general meeting;
- 4.20 **ITAA 1997** means the *Income Tax Assessment Act 1997* (Cth);
- 4.21 **Inactive Elder** has the meaning given to that term in rule 60.3.
- 4.22 **member** means a member of the Church;
- 4.23 **Minister** means a full-time or part-time ordained minister or unordained pastor;
- 4.24 **Public Fund** means the CCCV Building Fund, established as a public fund pursuant to Part 10;
- 4.25 **Purposes** has the meaning given to that term in Rule 2;
- 4.26 **special resolution** means a resolution that requires at least three-quarters of the voting members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution;
- 4.27 **the Act** means the *Associations Incorporation Reform Act 2012* and includes any regulations made under that Act;

- 4.28 **the Registrar** means the Registrar of Incorporated Associations;
- 4.29 **voting member** means a member who under rule 15.3 is entitled to vote at a general meeting;
- 4.30 **Word of God** means the Bible.

5. Doctrinal statement

Whereas a fuller general representation of our theological position is to be found in the Apostles' Creed, the Nicene Creed, the Chalcedon Creed, the Heidelberg Catechism, and the Westminster Confession of Faith, and whereas the Bible is the source, the content and the criterion of true theology, the following summarise the basic elements of our Christian beliefs, wherein we believe:

- 5.1 That the Bible, containing the Old and New Testaments, is the inspired and therefore infallible and inerrant Word of God, the necessary and complete revelation of His will for the salvation of men, and it is the final authority for Christian faith and life.
- 5.2 In the one true and living God, eternally existing in three distinct persons: Father, Son and Holy Spirit.
- 5.3 That the triune God is the creator, the sustainer, and the ruler of all creation, but is prior to, and distinct from it.
- 5.4 That the first man, Adam, was created by God in His image, but fell from his original state by sinning against God, and hence incurred upon himself and all his posterity the guilt of sin, condemnation, and death; therefore, all mankind are in need of salvation, but are totally incapable of saving themselves.
- 5.5 That after the fall, God in His mercy and love, made provision for man's redemption through the establishment of the covenant of grace with His people by the promise and the actual giving of the Saviour Jesus Christ, whom to believe is justification and life.
- 5.6 That Jesus Christ is the Son of God, sent by the Father, begotten by the Holy Spirit, and born of the Virgin Mary; that He lived a sinless and obedient life, suffered and died on the cross vicariously for the sins of His people, even those who believe in Him; that God raised Him from the dead, exalted Him both as Lord and Christ, and gave Him the promise of the Holy Spirit for His Church.
- 5.7 That men are saved by grace through faith in Christ in response to the Gospel preached, or otherwise presented, in the power of the Holy Spirit, through whom ransomed sinners become the Sons of God and heirs of eternal life. That Jesus Christ is the only mediator between God and man; through Him and only through Him the believer has access to the Father.
- 5.8 That every believer is a new creature in Christ, and is called to walk in the Spirit, to die unto sin, and to live unto righteousness, and thereby to manifest the fruit of the Spirit, conforming himself to the image of Christ; that good works are the fruit of the Christian life, and of themselves are not ways of justification.
- 5.9 That the Church consisting of all true believers, being Christ's own and indwelt by the Holy Spirit, is the body of Christ, the invisible Church; that the Church is holy, universal and one in Christ; that the invisible Church manifests itself in the visible Church, the local congregations consisting of all who profess to believe in Christ and are baptized; that as the people of God and a kingdom of priests, the Church is called to grow unto the stature of the fullness of Christ and to fulfil her missionary task through the exercise of the gifts of the Holy Spirit, in worship, preaching, sacraments, fellowship, discipline, and service.
- 5.10 In the priesthood of all believers, and parity of the ministers and the laity.

- 5.11 That in the last day, as the consummation of redemption, Christ will come again personally and visibly to the earth to judge the living and the dead; that there will be a bodily resurrection of the dead, of the believers through the Holy Spirit unto the inheritance of eternal life, and of the unbelievers unto eternal punishment; and that a new heaven and a new earth will be ushered in.

Part 2 – Powers of Association

6. Powers of Association

- 6.1 Subject to the Act, the Church has power to do all things incidental or conducive to achieve its purposes.
- 6.2 Without limiting subrule 6.1, the Church may:
 - 6.2.1 acquire, hold and dispose of real or personal property;
 - 6.2.2 open and operate accounts with financial institutions;
 - 6.2.3 invest its money in any security in which trust monies may lawfully be invested;
 - 6.2.4 raise and borrow money on any terms and in any manner as it thinks fit;
 - 6.2.5 secure the repayment of money raised or borrowed, or the payment of a debt or liability;
 - 6.2.6 appoint agents to transact business on its behalf; or
 - 6.2.7 enter into any other contract it considers necessary or desirable.
- 6.3 The Church may only exercise its powers and use its income and assets (including any surplus) for its purposes.
- 6.4 The Board must obtain the approval of at least two-thirds of the voting members present at a general meeting of the Church in the following matters:
 - 6.4.1 the acquisition, holding and disposal of real estate property;
 - 6.4.2 the raising and borrowing of money;
 - 6.4.3 the securing of repayment of money raised or borrowed; or
 - 6.4.4 registering mortgages, charges or securities over all or any of the properties of the Church.

7. Not-for-profit Organisation

- 7.1 The Church is a not-for-profit incorporated association which is established to be, and to continue as, a Charity.
- 7.2 The income and property of the Church must be applied solely towards the Purposes.
- 7.3 The Church must not distribute any surplus, income or assets directly or indirectly to its members.
- 7.4 Subrule 7.3 does not prevent the Church from paying a member:
 - 7.4.1 reimbursement for expenses properly incurred by the member; or
 - 7.4.2 for goods or services provided by the member;if this is done in good faith on terms no more favourable than if the member was not a member.

Part 3 – Members, Disciplinary Procedures and Grievances

Division 1 – Membership

8. General

The Church must have at least five members.

9. Who is eligible to be a member

9.1 To be eligible for membership a person must:

9.1.1 support the purposes of the Church;

9.1.2 accept the Doctrinal Statement of the Church;

9.1.3 agree to comply with these Rules;

9.1.4 accept Christ Jesus as personal saviour and confess Him as Lord;

9.1.5 be baptised or confirmed at an age not below 16 years; and

9.1.6 have regularly attended in-person worship services at the Church in the previous year.

10. Non-member Church attendees

10.1 Non-member Church attendees are not members of the Church.

10.2 Non-member Church attendees are encouraged to formally apply to become a member of the Church when they are ready to do so.

10.3 Non-member Church attendees are welcome to attend the Church's worship services and other church activities.

10.4 Non-member Church attendees who regularly attend the ministries of the Church are expected to come under the oversight of the Board.

11. Application for membership

11.1 An application for membership must be:

11.1.1 made in writing in the form and manner (if any) approved by the Board; and

11.1.2 signed by the applicant and two referees, who must be voting members of the Church or a pastor from the applicant's former church.

11.2 For an applicant from another church in Australia:

11.2.1 the applicant must relinquish his or her former church membership; and

11.2.2 a letter of recommendation from the applicant's former church or a letter indicating relinquishment of former membership from the applicant must accompany such an application.

11.3 For an applicant from another church overseas, the Church's preference is that:

- 11.3.1 the applicant relinquishes his or her former church membership; and
- 11.3.2 the applicant provides a letter of recommendation from the applicant's former church or a letter indicating relinquishment of former membership from the applicant accompanies such an application.

In instances where it is not possible for the applicant to comply with the requirements in subrule 11.2 or subrule 11.3 for reasons outside of the applicant's control, the Board has absolute discretion to waive or vary the requirements.

12. Consideration of application

- 12.1 As soon as practicable after an application for membership is received, the Board must:
 - 12.1.1 review the application;
 - 12.1.2 appoint a subcommittee to interview the applicant; and
 - 12.1.3 decide by resolution whether to accept or reject the application.
- 12.2 The Board must notify the applicant in writing of its decision as soon as practicable after the decision is made.
- 12.3 The Board is not required to give reasons for accepting or rejecting an application.

13. New membership

- 13.1 If an application for membership is approved by the Board:
 - 13.1.1 the resolution to accept the membership must be recorded in the minutes of the Board meeting; and
 - 13.1.2 the Secretary must, as soon as practicable, enter the name in English (and Chinese if known), the address of the new member, the date of becoming a member, and any other information determined by the Board, in the register of members.
- 13.2 A person becomes a member of the Church and, subject to rule 15.3, is entitled to exercise his or her rights of membership from the date on which the Board approves the person's membership.

14. Annual subscription and fee on joining

No joining fee, annual subscription or other amount is to be paid by members of the Church.

15. General rights of members

- 15.1 A member of the Church has the right:
 - 15.1.1 to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
 - 15.1.2 to attend general meetings.
- 15.2 A voting member of the Church has the right:
 - 15.2.1 to submit items of business for consideration at a general meeting;

- 15.2.2 to be heard at general meetings;
 - 15.2.3 to vote at a general meeting;
 - 15.2.4 to have access to the minutes of general meetings and other documents of the Church as provided under rule 89;
 - 15.2.5 to inspect the register of members;
 - 15.2.6 to request information from the Board in writing;
 - 15.2.7 to request a special general meeting in the manner prescribed in rule 36;
 - 15.2.8 to nominate other voting members for election to the position of Deacon in the manner prescribed in rule 62; and
 - 15.2.9 to be nominated for appointment to the position of Elder, or election to the position of Deacon subject to the requirements prescribed in rules 57 and 61 respectively.
- 15.3 A member is entitled to vote if:
- 15.3.1 more than 10 business days have passed since he or she became a member of the Church;
 - 15.3.2 the member's membership rights are not suspended for any reason;
 - 15.3.3 the member has attained the age of 18 years;
 - 15.3.4 the member resides within the state of Victoria, Australia; and
 - 15.3.5 in the opinion of the Board, the member has been attending worship service regularly for the previous year.
- 15.4 Only the Ministers and the existing Elders have the right to nominate other voting members for appointment to the position of Elder.

16. Responsibilities of members

- 16.1 A member has the following responsibilities:
- 16.1.1 caution and consideration in speech and conduct;
 - 16.1.2 regular attendance at worship service and participation in prayer meetings, Bible studies and other devotional meetings organised by the Church or in conjunction with other churches;
 - 16.1.3 regular personal devotion and earnestness in seeking spiritual growth and in living a life pleasing to God;
 - 16.1.4 earnestness in seeking to utilise the freely given gifts of the Holy Spirit for the building up of the body of Christ and for service to others;
 - 16.1.5 earnestness in seeking to be witnesses for Christ both individually and corporately, and to bring others to Christ;
 - 16.1.6 personal commitment to meeting the needs of the Church and of the Kingdom of God through financial contributions, regular prayer, offerings of material gifts, time, abilities and the whole person, in accordance with the way in which God has prospered them and in which the Word of God directs; and

- 16.1.7 active interest and participation in the affairs of the Church and regular attendance at general meetings.

17. Rights not transferable

The rights of a member are not transferable and end when membership ceases.

18. Ceasing membership

- 18.1 The membership of a person ceases on resignation, transfer of membership to another church, rescission of membership or death.
- 18.2 If a person ceases to be a member of the Church, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

19. Resigning as a member

- 19.1 A member may resign by giving 1 month's notice in writing to the Board.
- 19.2 A member is taken to have resigned if:
 - 19.2.1 the Secretary has made a written request to the member to confirm that he or she wishes to remain a member; and
 - 19.2.2 the member has not, within 3 months after receiving that request, confirmed in writing that he or she wishes to remain a member.

20. Transfer of membership to another church

- 20.1 A member may request transfer of membership from the Church to another church. The Board must provide the member with a letter of transfer and the member ceases to be a member immediately.
- 20.2 A member who becomes a member of another church in Australia without a formal transfer of membership is deemed to have transferred his or her membership to the other church, and the member ceases to be a member of the Church immediately.

21. Register of members

- 21.1 The Secretary must keep and maintain a register of members that includes:
 - 21.1.1 for each current member:
 - 21.1.1.1 the member's name in English (and Chinese if known);
 - 21.1.1.2 the address for notice last given by the member;
 - 21.1.1.3 the date of becoming a member;
 - 21.1.1.4 the date of restoration of membership (if applicable);
 - 21.1.1.5 any other information determined by the Board; and
 - 21.1.2 for each former member, the date of ceasing to be a member.
- 21.2 Any voting member may, at a reasonable time and free of charge, inspect the register of members.

Division 2 – Disciplinary Action

22. Grounds for taking disciplinary action

- 22.1 The Church may take disciplinary action against a member in accordance with this Division if it is determined that the member:
 - 22.1.1 has failed to comply with these Rules;
 - 22.1.2 refuses to support the purposes of the Church;
 - 22.1.3 has engaged in conduct that is unbecoming a member, or profanes the name of Christ, or is prejudicial to the interests or brings discredit to the reputation of the Church; or
 - 22.1.4 in the opinion of the Board, has not been attending worship service regularly for 1 year without adequate reasons.

23. Disciplinary subcommittee

- 23.1 If the Board is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Board must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.
- 23.2 Any action to be taken is to be guided by the Word of God, carried out in a spirit of caring with a view to restoration, and in the following manner:
 - 23.2.1 in the case of private offences according to Matthew 18:15-17; and
 - 23.2.2 in the case of public inconsistency or severe doctrinal error according to 2 Thessalonians 3:6, 14, 15 and Titus 3:10-11.
- 23.3 The members of the disciplinary subcommittee:
 - 23.3.1 must be Board members; and
 - 23.3.2 must not be biased against, or in favour of, the member concerned.

24. Notice to member

- 24.1 Before disciplinary action is taken against a member, the Secretary must give written notice to the member:
 - 24.1.1 stating that the Church proposes to take disciplinary action against the member;
 - 24.1.2 stating the grounds for the proposed disciplinary action;
 - 24.1.3 specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the disciplinary meeting);
 - 24.1.4 advising the member that he or she may do one or both of the following:
 - 24.1.4.1 attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
 - 24.1.4.2 give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and

24.1.5 setting out the member's appeal rights under rule 26.

24.2 The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

25. Decision of subcommittee

25.1 At the disciplinary meeting, the disciplinary subcommittee must:

25.1.1 give the member adequate counsel and an opportunity to be heard; and

25.1.2 consider any written statement submitted by the member.

25.2 After complying with subrule 25.1, the disciplinary subcommittee may:

25.2.1 take no further action against the member; or

25.2.2 subject to subrule 25.3:

25.2.2.1 reprimand the member;

25.2.2.2 suspend the membership rights of the member for a specified period;
or

25.2.2.3 rescind the member's membership.

25.3 The disciplinary subcommittee may not fine the member.

25.4 The suspension of membership rights or the rescission of membership by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

25.5 The Board must inform the member in writing of the decision of the disciplinary subcommittee.

25.6 In the case of rescission of membership, the Board may announce the decision of the disciplinary subcommittee and the reasons for it to the members of the Church where it deems appropriate to do so.

26. Appeal rights

26.1 A person whose membership rights have been suspended or whose membership has been rescinded by the Board under rule 25 may give notice to the effect that he or she wishes to appeal against the suspension or rescission.

26.2 The notice must be in writing and given:

26.2.1 to the disciplinary subcommittee immediately after the vote to suspend rights or rescind membership is taken; or

26.2.2 to the Secretary no later than 48 hours after the vote.

26.3 If a person has given notice under subrule 26.2, the Board must appoint a disciplinary appeal subcommittee and convene a disciplinary appeal meeting as soon as practicable, but in any event not later than 21 days, after the notice is received.

26.4 The members of the disciplinary appeal subcommittee must not be members of the disciplinary subcommittee.

26.5 Notice of the disciplinary appeal meeting must be given to each member of the disciplinary appeal subcommittee as soon as practicable and must:

26.5.1 specify the date, time and place of the meeting; and

26.5.2 state:

26.5.2.1 the name of the person against whom the disciplinary action has been taken;

26.5.2.2 the grounds for taking that action; and

26.5.2.3 that the members of the disciplinary appeal subcommittee present must vote on whether the decision to suspend rights or rescind membership should be upheld or revoked.

27. Conduct of disciplinary appeal meeting

27.1 At a disciplinary appeal meeting:

27.1.1 no business other than the question of the appeal may be conducted;

27.1.2 the Board must state the grounds for suspension of rights or rescission of membership and the reasons for taking that action; and

27.1.3 the person whose rights have been suspended or membership rescinded must be given an opportunity to be heard.

27.2 The decision is upheld if at least two-thirds of the members of the appeal subcommittee vote in favour of the decision.

28. Restoration of membership rights or membership

28.1 The Board has the authority to restore a person's membership rights or membership if, in the opinion of the Board, the person has sincerely repented of his or her past misdeeds, and whose conduct over a period of time warrants such a restoration.

28.2 A person whose membership has been rescinded may also re-apply for membership in the manner prescribed in rule 10.

Division 3 – Grievance Procedure

29. Application

29.1 The grievance procedure set out in this Division applies to disputes under these Rules between:

29.1.1 a member and another member;

29.1.2 a member and the Board;

29.1.3 a member and the Church;

29.2 A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

30. Parties must attempt to resolve the dispute

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

31. Appointment of mediator

31.1 If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 30, the parties must within 10 days:

31.1.1 notify the Board of the dispute;

31.1.2 agree to or request the appointment of a mediator; and

31.1.3 attempt in good faith to settle the dispute by mediation.

31.2 The mediator must be:

31.2.1 a person chosen by agreement between the parties; or

31.2.2 in the absence of agreement:

31.2.2.1 if the dispute is between a member and another member - a person appointed by the Board; or

31.2.2.2 if the dispute is between a member and the Board or the Church - a person appointed by the Board from outside the Church.

31.3 A mediator appointed by the Board must not be a person who:

31.3.1 has a personal interest in the dispute; or

31.3.2 is biased in favour of or against any party.

32. Mediation process

32.1 The mediator to the dispute, in conducting the mediation, must:

32.1.1 give each party every opportunity to be heard;

32.1.2 allow due consideration by all parties of any written statement submitted by any party;

32.1.3 ensure that natural justice is accorded to the parties throughout the mediation process; and

32.1.4 be guided by the Word of God.

32.2 The mediator must not determine the dispute.

33. Failure to resolve dispute by mediation

If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

Part 4 – General Meetings of the Church

34. Annual general meetings

- 34.1 The Board must convene an annual general meeting of the Church to be held on the last Sunday in May of each year.
- 34.2 The ordinary business of the meeting is as follows:
 - 34.2.1 to confirm the minutes of the previous annual general meeting and of any special general meeting held since then;
 - 34.2.2 to receive and consider:
 - 34.2.2.1 the annual report of the Board on the activities of the Church during the preceding financial year; and
 - 34.2.2.2 the financial statements of the Church for the preceding financial year submitted by the Board in accordance with Part 7 of the Act;
 - 34.2.3 to appoint or reappoint Ministers;
 - 34.2.4 to elect Deacons and appoint Elders;
 - 34.2.5 to answer questions from voting members by the Board concerning the affairs of the Church;
 - 34.2.6 to review and evaluate the various ministries of the Church;
 - 34.2.7 to discuss and pass resolutions on other matters that affect the Church.
- 34.3 The annual general meeting may also conduct any other business of which notice has been given in accordance with these Rules.
- 34.4 The minutes of the previous annual general meeting and of any special general meeting held since then, the financial statements of the Church for the preceding financial year, and the annual report of the Board must be distributed to members of the Church by the Board at least one Sunday prior to the meeting.

35. Special general meetings

- 35.1 Any general meeting of the Church, other than an annual general meeting, is a special general meeting.
- 35.2 The Board may convene a special general meeting whenever it thinks fit.
- 35.3 No business other than that set out in the notice under rule 37 may be conducted at the meeting.

36. Special general meeting held at request of members

- 36.1 The Board must convene a special general meeting if a request to do so is made in accordance with subrule 36.2 by at least 25% of the voting members.
- 36.2 A request for a special general meeting must:
 - 36.2.1 be in writing;

- 36.2.2 state the business to be considered at the meeting and any resolutions to be proposed;
 - 36.2.3 include the names and signatures of the voting members requesting the meeting; and
 - 36.2.4 be given to the Secretary.
- 36.3 If the Board does not convene a special general meeting within one month after the date on which the request is made, the voting members making the request (or any of them) may convene the special general meeting.
- 36.4 A special general meeting convened by voting members under subrule 36.3:
 - 36.4.1 must be held within 3 months after the date on which the original request was made; and
 - 36.4.2 may only consider the business stated in that request.
- 36.5 The Church must reimburse all reasonable expenses incurred by the voting members convening a special general meeting under subrule 36.3.

37. Notice of general meetings

- 37.1 A voting member of the Church desiring to bring any business before a general meeting of the Church called by the Board must give notice of that business in writing at least 1 month before the meeting to the Board, which has the authority to accept or reject the business in the notice for the meeting. However, items of business to be brought before a special general meeting of the Church requested by at least 25% of all the voting members must not be subject to such scrutiny and are to be automatically accepted by the Board. Any business that is accepted by the Board must be included in the notice calling the next meeting after the receipt of the written notice from the voting member.
- 37.2 The Secretary (or, in the case of a special general meeting convened under rule 36.3, the voting members convening the meeting) must give to each member of the Church:
 - 37.2.1 at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
 - 37.2.2 at least 14 days' notice of a general meeting in any other case.
- 37.3 The notice must:
 - 37.3.1 be in writing;
 - 37.3.2 specify the date, time and place of the meeting;
 - 37.3.3 indicate the general nature of each item of business to be considered at the meeting;
 - 37.3.4 if a special resolution is to be proposed:
 - 37.3.4.1 state in full the proposed resolution; and
 - 37.3.4.2 state the intention to propose the resolution as a special resolution; and
 - 37.3.5 comply with rule 38.5.

38. Proxies

- 38.1 A member may apply to appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting, if:
 - 38.1.1 the member making the application and the proxy are both voting members; and
 - 38.1.2 the member making the application:
 - 38.1.2.1 will be overseas or interstate on the day of the meeting; or
 - 38.1.2.2 will be absent on work related business on the day of the meeting;
 - 38.1.2.3 has caring responsibilities on the day of the meeting; or
 - 38.1.2.4 suffers illness or injury which will prevent him or her from attending the meeting.
- 38.2 A member may only appoint one proxy and be a proxy for no more than one other member.
- 38.3 The application to appoint a proxy must be in writing and signed by the member making the application.
- 38.4 The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the proxy may vote on behalf of the member in any matter as he or she sees fit.
- 38.5 Notice of a general meeting given to a member under rule 37 must state that the member may appoint another member as a proxy for the meeting. A member may request from the Secretary a copy of the application form that the Board has approved for the appointment of a proxy.
- 38.6 An application form to appoint a proxy must be submitted to the Board at least one week prior to the date of the meeting in respect of which the proxy is to be appointed.
- 38.7 The Board must confirm whether the application form is valid and respond to the application prior to the meeting.
- 38.8 The Application for Appointment of Proxy form must be similar to Appendix 1.

39. Quorum at general meetings

- 39.1 No business may be conducted at a general meeting unless a quorum of voting members is present.
- 39.2 The presence of a simple majority of the voting members of the Church (including proxies) constitutes a quorum for a general meeting.
- 39.3 If a quorum is not present within 30 minutes after the notified commencement time of a general meeting:
 - 39.3.1 in the case of a meeting convened by, or at the request of, voting members under rule 36:
 - 39.3.1.1 the meeting must be dissolved;
 - 39.3.1.2 the business that was to have been considered at the meeting is taken to have been dealt with; and

39.3.1.3 if the voting members wish to have the business reconsidered at another special general meeting, the voting members must make a new request under rule 36.

39.3.2 in any other case:

39.3.2.1 the meeting must be adjourned to a date not more than 21 days after the adjournment; and

39.3.2.2 the date, time and place to which the meeting is adjourned are to be determined by the Board and confirmed by written notice given to all members as soon as practicable after the meeting.

39.4 If a quorum is not present within 30 minutes after the time to which a general meeting has been adjourned under subrule 39.3.2, the voting members present at the meeting (if not fewer than 3) may proceed with the business of the meeting as if a quorum were present.

40. Adjournment of general meeting

40.1 The Chairperson of a general meeting at which a quorum is present may, with the consent of a simple majority of voting members present at the meeting, adjourn the meeting to another date and time at the same place or at another place.

40.2 Without limiting subrule 40.1, a meeting may be adjourned:

40.2.1 if there is insufficient time to deal with the business at hand; or

40.2.2 to give the members more time to consider an item of business.

40.3 No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.

40.4 The date, time and place to which the meeting is adjourned are to be determined by the Board and confirmed by written notice given to all members as soon as practicable after the meeting.

41. Voting at general meeting

41.1 Any question arising or resolution proposed at a general meeting may be put to the vote by the voting members present only if it has been proposed by a voting member present and seconded by another voting member present.

41.2 Voting is to be by a show of hands, or in a manner as a simple majority of the voting members present may agree.

41.3 On any question arising or any resolution proposed at a general meeting:

41.3.1 subject to subrule 41.4, each voting member present has one vote;

41.3.2 voting members may vote personally or by proxy; and

41.3.3 voting members may abstain from voting.

41.4 If the question is whether or not to confirm the minutes of a previous meeting, only voting members who were present at that meeting may vote.

41.5 In any question or resolution which concerns the Minister, unless invited to be present during the period of discussion of and voting on such question or resolution by the other members of the Board present at the meeting, the Minister must absent himself or herself during such a

period. Whilst invited to be present during such a period, the Minister may participate in the discussion but must not participate in the voting.

- 41.6 Except as otherwise specified in these Rules and except for special resolutions, any question or resolution put to the vote is passed if at least two-thirds of the voting members present at the meeting (whether in person or by proxy) vote in favour of the question or resolution. The Minister must not be counted in the number of voting members present when a question or resolution being put to the vote concerns the Minister.

42. Special resolutions

- 42.1 In addition to certain matters specified in the Act, a special resolution is required:
- 42.1.1 to remove a Board member who is not a Minister; or
 - 42.1.2 to alter these Rules, including changing the name or any of the purposes of the Church.
- 42.2 A special resolution is passed if at least three-quarters of the voting members present at the meeting (whether in person or by proxy) vote in favour of the special resolution. The Minister must not be counted in the number of voting members present if the special resolution being put to the vote concerns the Minister.

43. Minutes of general meeting

- 43.1 The Board must ensure that minutes are taken and kept of each general meeting by the Secretary.
- 43.2 The minutes must record:
- 43.2.1 the names and number of the voting members attending the meeting;
 - 43.2.2 the names and number of proxies for the meeting; and
 - 43.2.3 the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- 43.3 In addition, the minutes of each annual general meeting must include:
- 43.3.1 the financial statements submitted to the members in accordance with rule 34.2.2.2; and
 - 43.3.2 the certificate signed by two Board members certifying that the financial statements give a true and fair view of the financial position and performance of the Church; and
 - 43.3.3 any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.
- 43.4 For an annual general meeting, the minutes of the last preceding annual general meeting and of any special general meeting held since that annual general meeting must be read out to the meeting in summary or in total.

44. Use of technology in general meetings

- 44.1 The Church's strong preference is to hold general meetings in person.
- 44.2 The Church will only hold general meetings using technology in exceptional circumstances and at the sole discretion of the Board. If the Board determines that a general meeting is to be

held using technology, the Church may hold a general meeting at any two or more locations using any technology which allows members to communicate clearly and simultaneously with each other participating member.

- 44.3 A person participating through the use of technology will be deemed to be present at the meeting in person.

Part 5 – The Board

Division 1 – Powers of the Board

45. Role and powers

- 45.1 The business of the Church must be managed by or under the direction of the Board.
- 45.2 The Board may exercise all the powers of the Church except those powers that these Rules or the Act require to be exercised by general meetings of the members of the Church.
- 45.3 The Board may:
 - 45.3.1 appoint staff (except the Minister who is appointed in accordance with Rule 56.1) and remove staff; and
 - 45.3.2 establish subcommittees consisting of voting members with terms of reference it considers appropriate.
- 45.4 There shall be a CCCV Bible Studies Committee constituted in accordance with Rule 45.3.2.

46. Delegation

- 46.1 The Board may delegate to a member of the Board, a subcommittee or staff, any of its powers and functions other than:
 - 46.1.1 this power of delegation; or
 - 46.1.2 a duty imposed on the Board by the Act or any other law.
- 46.2 The delegation must be in writing and may be subject to the conditions and limitations the Board considers appropriate.
- 46.3 The Board may, in writing, revoke a delegation wholly or in part.

Division 2 – Composition of the board and duties of Members

47. Composition of the board

- 47.1 The Church establishes the positions of Minister, Elder and Deacon.
- 47.2 The Board consists of:
 - 47.2.1 Ministers appointed under Division 3 of Part 5;
 - 47.2.2 Active Elders appointed under Division 4 of Part 5; and
 - 47.2.3 Deacons elected under Division 5 of Part 5.
- 47.3 The Board has the following office bearers:
 - 47.3.1 a Chair;
 - 47.3.2 a Vice-Chair;
 - 47.3.3 a Secretary; and

47.3.4 a Treasurer.

- 47.4 At the first meeting of the Board after an annual general meeting of the Church, the Board members must elect among themselves the above office bearers and any other office bearers as the Board deems necessary for the fulfilment of its responsibilities.
- 47.5 The Board may, at any time by resolution of at least 75% of the Board members at a Board meeting, remove a Board member from a particular office as the Board thinks fit. In the case of a Board member being removed from an office listed in rule 47.3, the Board members must also elect among themselves a replacement office bearer for the relevant office at that time.
- 47.6 The number of members on the Board depends on the availability of suitable candidates and the needs of the Church at the time of election or appointment and must be determined by the Board prior to the announcement of the holding of an annual general meeting of the Church.
- 47.7 Members of the same family should avoid serving on the Board concurrently.

48. General duties

- 48.1 As soon as practicable after being elected or appointed to the Board, each Board member must become familiar with these Rules and the Act.
- 48.2 The Board is collectively responsible for ensuring that the Church complies with the Act and that individual members of the Board comply with these Rules.
- 48.3 The Board is collectively responsible for the spiritual oversight and the management of the affairs of the Church as prescribed in rules 49, 50 and 51 and executes such responsibilities with the aim of the accomplishment of the purposes of the Church. The responsibilities of Elders and Deacons as prescribed in rules 50 and 51 respectively must not preclude the possibility of mutual interchange of responsibilities among individual Elders and Deacons where the purposes of the Church may best be accomplished through such an interchange.
- 48.4 Board members must exercise their powers and discharge their duties with reasonable care and diligence.
- 48.5 Board members must exercise their powers and discharge their duties:
 - 48.5.1 in good faith in the best interests of the Church; and
 - 48.5.2 for a proper purpose.
- 48.6 Board members and former Board members must not make improper use of:
 - 48.6.1 their position/office; or
 - 48.6.2 information acquired by virtue of holding their position/office - so as to gain an advantage for themselves or any other person or to cause detriment to the Church.
- 48.7 In addition to any duties imposed by these Rules, a Board member must perform any other duties imposed from time to time by resolution at a general meeting.

49. Ministers

- 49.1 A Minister has the following responsibilities:
 - 49.1.1 exercise spiritual oversight over the Church, with the assistance of the Elders;
 - 49.1.2 provide spiritual leadership for the Church, with the assistance of the Elders;

- 49.1.3 exercise the ministries of teaching and pastoring in the Church;
- 49.1.4 build up and equip the members for the work of ministry and evangelism; and
- 49.1.5 administer the sacraments of the Church.

50. Elders

- 50.1 An Elder has the following responsibilities in assisting the Ministers:
 - 50.1.1 supervise the pulpit and the word preached;
 - 50.1.2 administer the sacraments of the Church;
 - 50.1.3 supervise the admission to membership of the Church;
 - 50.1.4 care, comfort, visit and discipline members of the Church;
 - 50.1.5 supervise all the activities of the Church, in worship, education, fellowship and outreach; and
 - 50.1.6 guard against threats to the doctrine and the life of the Church from within and outside the Church.

51. Deacons

- 51.1 A Deacon has the following responsibilities in assisting the Ministers and the Elders:
 - 51.1.1 administer and manage the practical affairs of the Church; and
 - 51.1.2 minister to the practical needs of the members of the Church.

52. Chair and Vice-Chair

- 52.1 Subject to subrule 52.2, the Chair or, in the Chair's absence, the Vice-Chair is the Chairperson for any general meetings and for any Board meetings.
- 52.2 If the Chair and the Vice-Chair are both absent, or are unable to preside, the Chairperson of the meeting must be:
 - 52.2.1 in the case of a general meeting - a Board member elected by a simple majority of the voting members present; or
 - 52.2.2 in the case of a Board meeting - a Board member elected by a simple majority of the Board members present.

53. Secretary

- 53.1 The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.
- 53.2 The Secretary must:
 - 53.2.1 maintain the register of members in accordance with rule 21;
 - 53.2.2 keep custody of all books and documents of the Church, except for the financial records referred to in rule 80.3;

- 53.2.3 subject to the Act and these Rules, provide voting members with access to the register of members, the minutes of general meetings and other books and documents; and
 - 53.2.4 perform any other duty or function imposed on the Secretary by these Rules.
- 53.3 The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

54. Treasurer

- 54.1 The Treasurer must:
 - 54.1.1 receive all moneys paid to or received by the Church and issue receipts for those moneys in the name of the Church;
 - 54.1.2 ensure that all moneys received are paid into the account of the Church within 5 working days after receipt;
 - 54.1.3 make any payments authorised by the Board or by a general meeting of the Church from the Church's funds; and
 - 54.1.4 ensure cheques are signed by at least 2 Board members.
- 54.2 The Treasurer must:
 - 54.2.1 ensure that the financial records of the Church are kept in accordance with the Act;
 - 54.2.2 prepare financial statements to be circulated at the regular meetings of the Board; and
 - 54.2.3 coordinate the preparation of the financial statements of the Church and their certification by the Board prior to their submission to the annual general meeting of the Church.
- 54.3 The Treasurer must ensure that at least one other Board member has access to the accounts and financial records of the Church.

Division 3 – Appointment of Ministers and Tenure of Position

55. Qualifications and eligibility

- 55.1 A Minister must possess the following qualifications:
 - 55.1.1 a desire to pastor and minister to the needs of the flock of God;
 - 55.1.2 the spiritual qualities described in 1 Timothy 3:1-7, 1 Peter 5:1-6 and Titus 1:6-9;
 - 55.1.3 spiritual maturity and wisdom in accordance with his calling to be a servant of God;
 - 55.1.4 discipline in his or her personal life;
 - 55.1.5 a witness for God in his or her family life; and
 - 55.1.6 a witness for God within and outside the Church.
- 55.2 A Minister must not be ineligible to be a Board member under:

55.2.1 the Corporations Act 2001 (Cth); or

55.2.2 the ACNC Legislation.

55.3 Rule 55.2 will not apply to disqualify a person if an exemption is obtained from the ACNC Commissioner.

56. General

56.1 A Minister's appointment is to be initiated by the Board and, upon recommendation to all members, must be accepted by at least two-thirds of the voting members present at a general meeting of the Church.

56.2 After the Minister has been accepted by the voting members, the Board will determine the remuneration and other conditions of the Minister's appointment.

56.3 Upon a Minister's appointment:

56.3.1 the Minister and his (or her) wife (or husband) automatically become voting members of the Church. His or her membership of the Church is not affected by the renewal (if relevant) or termination of the appointment. He or she enjoys the rights accorded to other voting members of the Church and is subject to the same kind of discipline as other members of the Church; and

56.3.2 the Minister becomes a Board member.

56.4 The Board may by a resolution of at least 75% of the Board members at a Board meeting, terminate the appointment of the Minister in accordance with their terms of appointment and relevant legislation.

56.5 The Board must announce the termination of the appointment and the reasons for the termination to the members of the Church as soon as practicable after the date of termination has been agreed and the written notice of termination has been given.

Division 4 – Appointment of Elders and Tenure of Position

57. Eligibility

57.1 A member is eligible to be nominated for appointment to the position of Elder if the member fulfils all of the following requirements:

57.1.1 gives evidence, by his or her life and gifts, that he or she is truly called by God to this position, and possesses the spiritual qualities described in 1 Timothy 3:1-7, 1 Peter 5:1-6 and Titus 1:6-9;

57.1.2 is a member of the Church for at least 5 years;

57.1.3 in the opinion of the Board, has been attending worship service regularly for at least 5 years, at least 4 of which occurred within the previous 5 years;

57.1.4 has been baptized or confirmed for at least 15 years;

57.1.5 has attained the age of 40 years;

57.1.6 has served as Deacon of the Church for at least 2 terms; and

57.1.7 has consented in writing to be an Elder.

- 57.2 An Active Elder must not be ineligible to be a Board member under:
- 57.2.1 the Corporations Act 2001 (Cth); or
 - 57.2.2 the ACNC Legislation.
- 57.3 Rule 57.2 will not apply to disqualify a person if an exemption is obtained from the ACNC Commissioner.

58. Nominations

A member eligible to be nominated for appointment to the position of Elder can only be nominated by the Ministers and the existing Elders (if any).

59. Appointment of elders and election of active elders

- 59.1 A member nominated by the Ministers and existing Elders requires the approval of the Board and must be accepted by at least two-thirds of the voting members present at a general meeting of the Church in order to be appointed as an Elder.
- 59.2 An Elder requires the approval of the Board and must be accepted by at least two-thirds of the voting members present at a general meeting of the Church in order to be elected to serve on the Board.

60. Term of position

- 60.1 A member is appointed to the position of Elder for the term of his or her life. Notwithstanding this, an Elder shall have his or her Eldership rescinded if he or she ceases to be a member of the Church.
- 60.2 A member appointed to the position of Elder is eligible to be elected to serve on the Board for a term of 3 years, upon the expiration of which the member may be re-elected to serve on the Board for a further term.
- 60.3 An Elder whilst serving on the Board is called an "Active Elder", otherwise he or she is called an "Inactive Elder".

Division 5 – Election of Deacons and Tenure of Position

61. Eligibility

- 61.1 A member is eligible to be nominated for election to the position of Deacon if the member fulfils all of the following requirements:
- 61.1.1 gives evidence by his or her life and gifts, that he or she is truly called by God to this position, and possesses the spiritual qualities, described in 1 Timothy 3:8-13 and Acts 6:3;
 - 61.1.2 is a member of the Church for at least 3 years;
 - 61.1.3 in the opinion of the Board, has been attending worship service regularly for at least 3 years, at least 2 of which occurred within the previous 3 years;
 - 61.1.4 has been baptised or confirmed for at least 7 years;
 - 61.1.5 has attained the age of 28 years;

61.1.6 has consented in writing to be a Deacon; and

61.1.7 is not ineligible to be a Board member under;

61.1.7.1 the Corporations Act 2001 (Cth); or

61.1.7.2 the ACNC Legislation.

61.2 Rule 61.1.7 will not apply to disqualify a person if an exemption is obtained from the ACNC Commissioner.

62. Nominations

62.1 The Nomination process for Deacons must commence six Sundays before the annual general meeting and must conclude three Sundays before the annual general meeting. Nominations must be in writing, signed by the nominator and signed by a seconder.

62.2 Each nomination must be assessed and approved by the Board. After a nomination is approved by the Board, written consent must be sought from the nominee before a nomination is effective.

63. Ballot

63.1 The ballot must be supervised by three returning officers elected at the annual general meeting by a simple majority of the voting members present. The returning officers must not be candidates for the ballot.

63.2 The election must be by secret ballot.

63.3 The ballot paper (which may be a physical ballot paper or an electronic ballot) with the names of the candidates must be given to:

63.3.1 each voting member present in person; and

63.3.2 each proxy appointed by a voting member.

63.4 The voting member may tick the name(s) of one or more candidates for whom he or she wishes to vote or leave the ballot paper blank.

63.5 The voting member may tick the names(s) of more candidates than the number to be elected.

63.6 Each ballot paper on which the name of a candidate has been ticked counts as one vote for that candidate.

63.7 The returning officers must count the votes and declare the results of the ballot to the meeting. Those elected are the candidates receiving at least two-thirds of the votes subject to the following requirement:

63.7.1 If the number of candidates receiving at least two-thirds of the votes exceeds the number determined by the Board prior to the announcement of the annual general meeting, only the number of candidates with the highest votes that matches the predetermined number are elected as Deacons.

63.8 Notwithstanding the number of persons to be on the Board having been determined by the Board prior to the announcement of the annual general meeting, the Board has the authority to vary that number in the following circumstances:

- 63.8.1 if the number of approved nominations is less than the required number determined by the Board, those elected together with the remaining members of the Board constitute the Board.
- 63.8.2 if the number of candidates elected is less than the required number determined by the Board, those elected together with the remaining members of the Board constitute the Board.
- 63.8.3 all candidates with the same number of votes are considered to be elected if any one of them is elected, though the number of candidates elected may exceed the required number determined by the Board. Those elected together with the remaining members of the Board constitute the Board.

64. Term of position

- 64.1 A member is elected to the position of Deacon for a term of 2 years, upon the expiration of which the member may be nominated again for the position of Deacon. A member may be elected to the position of Deacon for a maximum of 3 terms continuously, after which he or she must retire for a minimum of 1 year before being eligible to be nominated again for the position of Deacon. After having served as a Deacon for 2 terms he or she may be nominated for the position of Elder.
- 64.2 A member elected to the position of Deacon is deemed to be on the Board for the term of election.

65. Vacation of position

- 65.1 A Deacon or an Active Elder may resign from the Board before the expiration of his or her term of service by first giving 1 month's notice in writing to the Board of his or her intention to resign and upon the expiration of that period of notice, the member ceases to be a member of the Board. The Board must announce his or her resignation, and the reasons for the resignation where it deems appropriate to do so, to the members of the Church as soon as is practicable after the written notice has been given to the Board. The Church's strong preference is for a Board member to complete his or her term of service unless extraordinary circumstances warrant his or her early resignation.
- 65.2 A person ceases to be a member of the Board if he or she:
 - 65.2.1 resigns from the Board;
 - 65.2.2 ceases to be a member of the Church;
 - 65.2.3 fails to attend 3 consecutive Board meetings (other than special or urgent Board meetings) without leave of absence of the Board under rule 77;
 - 65.2.4 in the sole discretion of the Board, has not been attending worship service regularly for 1 year without adequate reasons;
 - 65.2.5 dies, or becomes subject to a Court order to receive treatment or have their finances managed by another person due to being of unsound mind or having a mental illness;
 - 65.2.6 becomes ineligible to be a member of the Board under the *Corporations Act 2001* (Cth) or the ACNC Legislation; or
 - 65.2.7 in the case of a Minister, ceases to be a Minister

66. Filling casual vacancies

- 66.1 In the event of a casual vacancy occurring in the Board, the Board has the authority to appoint the candidate for election of Deacons with the next highest number of votes, who was not elected at the previous annual general meeting, to fill the vacancy, where the Board deems necessary to fill such a vacancy and such a person is available. The person so appointed serves on the Board until the conclusion of the first annual general meeting following the date of his or her appointment, and serves as a Deacon irrespective of the position to which the original person was elected or appointed.
- 66.2 If the office of Secretary becomes vacant, the Board must elect another Board member to the office within 14 days after the vacancy arises.
- 66.3 The Board may continue to act despite any vacancy in its membership.

Division 6 – Meetings of the Board

67. Meetings of the board

- 67.1 Regular meetings of the Board must be held at least once a month at the date, time and location determined by the Board.
- 67.2 The date, time and location of the first Board meeting must be determined by the members of the Board as soon as practicable after the annual general meeting of the Church at which members of the Board were elected.
- 67.3 Special Board meetings may be convened by the Chair or the Ministers at any time.

68. Notice of meetings

- 68.1 The Secretary must prepare the agenda for each meeting of the Board in conjunction with the Chair (in his absence, the Vice-Chair) or the Ministers.
- 68.2 Notice of each Board meeting must be given by the Secretary to each Board member no later than 7 days before the date of the meeting.
- 68.3 Notice may be given of more than one Board meeting at the same time.
- 68.4 The notice must state the date, time and location of the meeting.
- 68.5 If a special Board meeting is convened, the notice must include the general nature of the business to be conducted.
- 68.6 The only business that may be conducted at the special Board meeting is the business for which the meeting is convened.

69. Urgent meetings

- 69.1 In cases of urgency, a meeting can be held without notice being given in accordance with rule 68 provided that as much notice as practicable is given to each Board member by the quickest means practicable.
- 69.2 The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

70. Resolutions without meetings

- 70.1 A Board resolution may be passed without a meeting if all the Board members entitled to vote on the resolution sign a notice stating that they are in favour of the resolution.
- 70.2 The resolution is passed at the time when the last Board member necessary to constitute unanimous consent in favour of the resolution signs.
- 70.3 For the purpose of this clause:
 - 70.3.1 the notice must include the wording of the resolution;
 - 70.3.2 the notice may be distributed by any means;
 - 70.3.3 separate copies of the notice may be signed; and
 - 70.3.4 the resolution fails if it has not achieved unanimous consent within seven days after the notice was given.
- 70.4 Resolutions without meetings must be recorded in the minutes of the next Board meeting.

71. Procedure and order of business

- 71.1 The procedure to be followed at a meeting of the Board must be determined from time to time by the Board.
- 71.2 The order of business may be determined by the members present at the meeting.

72. Use of technology

- 72.1 The Board may hold their meetings using any technology that is agreed to by the Board.
- 72.2 The Board's agreement may be a standing one.
- 72.3 A Board member who is not physically present at a Board meeting may participate in the meeting by the use of technology that allows that Board member and the Board members present at the meeting to clearly and simultaneously communicate with each other.
- 72.4 For the purposes of this Part, a Board member participating in a Board meeting as permitted under subrule 72.1 is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

73. Quorum

- 73.1 No business may be conducted at a Board meeting unless a quorum is present.
- 73.2 The quorum for a Board meeting is the presence (in person or as allowed under rule 72) of at least two-thirds majority of the Board members.
- 73.3 If a quorum is not present within 30 minutes after the notified commencement time of a Board meeting, the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given in accordance with rule 68 for non-urgent meetings, and in accordance with rule 69 for urgent meetings.

74. Voting

- 74.1 Any question arising or resolution proposed may be put to the vote by members of the Board present only if it has been proposed by a member present and seconded by another member present. Voting must be by a show of hands, or in a manner as a simple majority of the members of the Board present at the meeting may agree.
- 74.2 Each member of the Board present at a meeting of the Board is entitled to one vote, and may abstain from voting on any question or resolution.
- 74.3 If the question is whether or not to confirm the minutes of a previous meeting, only those members who were present at that meeting may vote.
- 74.4 In any question or resolution which concerns the Minister, unless invited to be present during the period of discussion of and voting on such question or resolution by the other members of the Board present at the meeting, the Minister must absent himself or herself during such a period. Whilst invited to be present during such a period, the Minister may participate in the discussion, but must not participate in the voting.
- 74.5 Except as otherwise specified in these Rules and except for special resolutions, any question or resolution put to the vote is passed if at least two-thirds of the members of the Board present at the meeting vote in favour of the question or resolution. The Minister must not be counted in the number of members of the Board present when a question or resolution being put to the vote concerns the Minister.
- 74.6 Voting by proxy is not permitted.

75. Conflict of interest

- 75.1 A Board member who has a material personal interest in a matter being considered at a Board meeting must disclose the nature and extent of that interest to the Board and to the members at the next general meeting of the Church.
- 75.2 The member:
 - 75.2.1 must not be present while the matter is being considered at the Board meeting; and
 - 75.2.2 must not vote on the matter.
- 75.3 This rule does not apply to a material personal interest:
 - 75.3.1 that exists only because the member belongs to a class of persons for whose benefit the Church is established; or
 - 75.3.2 that the member has in common with all, or a substantial proportion of, the members of the Church.

76. Minutes of meeting

- 76.1 The Board must ensure that minutes are taken and kept of each Board meeting by the Secretary.
- 76.2 The minutes must record the following:
 - 76.2.1 the names of the members in attendance at the meeting;
 - 76.2.2 the business considered at the meeting;

76.2.3 any resolution on which a vote is taken and the result of the vote;

76.2.4 any material personal interest disclosed under rule 75.

77. Leave of absence

77.1 The Board may grant a Board member leave of absence from Board meetings for a period not exceeding 6 months.

77.2 The Board must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the Board member to seek the leave in advance.

Part 6 – Financial Matters

78. Source of funds

The Church relies on God for the necessary finance to carry out His work, but members are to be made aware of their financial responsibilities in this matter, and they may make free will offerings to support this work. In addition, funds for the Church may be derived from other sources as determined by the Board in accordance with the teachings of the Word of God.

79. Management of funds

- 79.1 The Church must open an account with a financial institution from which all expenditure of the Church is made and into which all of the Church's revenue is deposited.
- 79.2 Subject to any restrictions imposed by a general meeting of the Church, the Board may approve expenditure on behalf of the Church.
- 79.3 The Board may authorise the Treasurer to expend funds on behalf of the Church (including by electronic funds transfer) up to a specified limit without requiring approval from the Board for each item on which the funds are expended.
- 79.4 The Chair of the Board, the Treasurer, and at least one other member of the Board appointed by the Board are to operate a bank account or bank accounts in the name of the Church. Any two of the above members of the Board are to sign all cheques, drafts, bills of exchange, promissory notes and other negotiable instruments on behalf of the Church.
- 79.5 All funds of the Church must be deposited into the financial account of the Church no later than 5 working days after receipt.

80. Financial records

- 80.1 The Church must keep financial records that:
 - 80.1.1 correctly record and explain its transactions, financial position and performance; and
 - 80.1.2 enable financial statements to be prepared as required by the Act.
- 80.2 The Church must retain the financial records for 7 years after the transactions covered by the records are completed.
- 80.3 The Treasurer must keep in his or her custody, or under his or her control:
 - 80.3.1 the financial records for the current financial year; and
 - 80.3.2 any other financial records as authorised by the Board.

81. Financial statements

- 81.1 For each financial year, the Board must ensure that the requirements under the Act relating to the financial statements of the Church are met.
- 81.2 Without limiting subrule 81.1, those requirements include:
 - 81.2.1 the preparation of the financial statements;
 - 81.2.2 the appointment of a person qualified in auditing accounts who is not a member of the Board to audit the financial statements of the Church;

- 81.2.3 the certification of the financial statements by the Board;
- 81.2.4 the submission of the financial statements to the annual general meeting of the Church;
- 81.2.5 the lodgment with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

82. Indemnities and insurance

- 82.1 The Church indemnifies every present and past Board member and office holder to the full extent permitted by law against all losses and liabilities incurred as a result of their position as an office holder of the Church.
- 82.2 This indemnity:
 - 82.2.1 is a continuing obligation and is enforceable even if the person has ceased to be an office holder of the Church; and
 - 82.2.2 is not subject to any requirement to first incur an expense or make a payment.
- 82.3 The Church may, to the extent permitted by law, pay or agree to pay a premium in respect of a contract insuring its office holders.
- 82.4 Nothing in this rule 82 limits the Church's ability to indemnify or pay for insurance for any person not expressly covered by this clause.

Part 7 – Authority in the Church

83. Authority in the church

- 83.1 The Church recognizes the final authority of the Word of God for the faith and life of the individual and of the Church and recognizes Christ Jesus as her head and her members as members of the body of Christ.
- 83.2 Consistent with such recognition:
 - 83.2.1 The power and authority vested in the Board by these Rules must be understood as being entrusted to the Board by God, and such power and authority are to be exercised by members of the Board with due recognition of their role as faithful stewards of God and in accordance with the teaching and example of Christ Jesus in Mark 10:42-45 and John 13:1-17.
 - 83.2.2 Due recognition must be given by the Board and the members of the Church to the position and the role of the Ministers and the Elders. They must be accorded such honour and respect as described in I Timothy 5:17-18, I Thessalonians 5:12-13, and Hebrews 13:17, and be given support and assistance by the Board and the members of the Church as to enable them to fulfil their function and responsibilities.
- 83.3 In any question or resolution that has been put to the vote at a general meeting of the Church, a two-thirds majority decision of the voting members present at the meeting overrides the decision of the Board in such a question or resolution.

Part 8 – Holy Sacraments

84. Holy communion

- 84.1 Holy communion is to be observed at least once a month and on such occasion as the Board deems necessary for the spiritual well-being of the Church.
- 84.2 Holy Communion is open to all baptised or confirmed Christians.

85. Baptism

- 85.1 Baptism is by immersion, or by sprinkling where such is specifically requested or where it is not convenient for baptism by immersion.
- 85.2 A candidate must undergo such preparatory instruction as may be deemed necessary by the Board.
- 85.3 A candidate for baptism must meet all the other requirements for application for membership of the Church under rule 10.
- 85.4 The Board must appoint a subcommittee to interview the candidate upon the completion of the preparatory instruction and decide by resolution whether to accept or reject the candidate for baptism.
- 85.5 If a candidate is rejected by the Board for baptism, the Board must inform the candidate the reasons for the rejection.
- 85.6 A certificate of baptism is to be issued to the candidate at baptism by the Board on behalf of the Church.
- 85.7 The minimum age for baptism must be 16 years.
- 85.8 Subject to rule 85.3, a candidate baptised at the Church automatically becomes a member of the Church.

Part 9 – General Matters

86. Common seal and execution of documents

- 86.1 The Church does not have a common seal.
- 86.2 The Church may execute documents by the signature of
 - 86.2.1 two Board members;
 - 86.2.2 one Board member and the Secretary; or
 - 86.2.3 such other persons authorised by the Board.

87. Registered address

- 87.1 The registered address of the Church is:
 - 87.1.1 the address determined from time to time by resolution of the Board; or
 - 87.1.2 if the Board has not determined an address to be the registered address - the postal address of the Secretary.

88. Notice requirements

- 88.1 Any notice required to be given to a member or a Board member under these Rules may be given:
 - 88.1.1 by handing the notice to the member personally; or
 - 88.1.2 by sending it by post to the member at the address recorded for the member in the register of members; or
 - 88.1.3 by email or facsimile transmission.
- 88.2 Subrule 88.1 does not apply to notice given under rule 69.
- 88.3 Any notice required to be given to the Church or the Board may be given:
 - 88.3.1 by handing the notice to a member of the Board; or
 - 88.3.2 by sending the notice by post to the registered address; or
 - 88.3.3 by leaving the notice at the registered address; or
 - 88.3.4 if the Board determines that it is appropriate in the circumstances:
 - 88.3.4.1 by email to the email address of the Church or the Secretary; or
 - 88.3.4.2 by facsimile transmission to the facsimile number of the Church.

89. Custody and inspection of books and records

- 89.1 Voting members may on request inspect free of charge:
 - 89.1.1 the register of members in accordance with the Act;

- 89.1.2 the minutes of general meetings;
- 89.1.3 subject to subrule 89.2, the financial records, books, securities and any other relevant document of the Church, including minutes of Board meetings.
- 89.2 The Board may refuse to permit a voting member to inspect records of the Church that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Church.
- 89.3 The Board must on request make copies of these Rules available to members and applicants for membership free of charge.
- 89.4 Subject to subrule 89.2, a voting member may make a copy of any of the other records of the Church referred to in this rule and the Church may charge a reasonable fee for provision of a copy of such a record.
- 89.5 For purposes of this rule:

relevant documents means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Church and includes the following:

 - 89.5.1 its membership records;
 - 89.5.2 its financial statements;
 - 89.5.3 its financial records;
 - 89.5.4 records and documents relating to transactions, dealings, business or property of the Church.

90. Winding up and cancellation

- 90.1 The Church may not be wound up nor her incorporation be cancelled unless with a special resolution and with the approval of at least 90% of the voting members present at a special general meeting of the Church called for that purpose.
- 90.2 In the event of the winding up or the cancellation of the incorporation of the Church, the surplus assets of the Church must not be distributed to any members or former members of the Church.
- 90.3 Subject to the Act and any court order made under section 133 of the Act, the surplus assets must be given to other Christian organisations that are Charities whose purposes and Doctrinal Statements are substantially similar to those of the Church, and which are not carried on for the profit or gain of their individual members.
- 90.4 The Board must prepare a list of Christian organisations that are Charities and recommend to all voting members of the Church the method of distribution of the surplus assets. Voting members of the Church may submit in writing to the Board up to one week before the meeting, the names of other Christian organisations that are Charities and other methods of distribution to be included for consideration at the special meeting. The final list of Christian organisations that are Charities and method of distribution must be decided by a special resolution and require the approval of at least 80% of the voting members present at the meeting.

91. Alteration of rules

- 91.1 Except for the Doctrinal Statement as prescribed in rule 5, each rule of these Rules may be altered and new rule(s) may be added to these Rules.

- 91.2 Any alteration of the Rules may only be done by a special resolution of a general meeting of the Church.
- 91.3 Any alteration of these Rules does not take effect unless or until it is approved by the Registrar.

Part 10 – The Public Fund

92. Application

This Part 10 applies at any time while the Church is endorsed as a Deductible Gift Recipient.

93. Establishment

The Church has established and maintains the CCCV Building Fund as a public fund solely for providing money for the acquisition, construction and maintenance of a school or college building in which the CCCV Bible Studies will be operated (referred to as the “Public Fund” for the purpose of this Part 10).

94. Administration

- 94.1 The Public Fund must be operated on a not-for-profit basis.
- 94.2 The public must be invited to contribute to the Public Fund.
- 94.3 No monies or assets of the Public Fund may be distributed to the members of the Church, members of the Board or members of the management committee of the Public Fund, except as reimbursement of out-of-pocket expenses incurred on behalf of the Public Fund or proper remuneration for administrative services.
- 94.4 Gifts and deductible contributions to the Public Fund and any money received by the Church because of those gifts or contributions must be deposited into, and stored in, a separate bank account to the other funds of the Church and may only be used for the purpose of the Public Fund.
- 94.5 The Public Fund must have clear accounting procedures.
- 94.6 Receipts for gifts or contributions to the Public Fund must be issued and state:
 - 94.6.1 the name of the Public Fund;
 - 94.6.2 the Australian Business Number of the Church;
 - 94.6.3 the fact that the receipt is for a gift made to the Public Fund; and
 - 94.6.4 any other matter required to be included on the receipt pursuant to the requirements of the ITAA 1997.
- 94.7 The Public Fund must be administered by a management committee appointed by the Board. Members of the management committee must be voting members of the Church, but are not required to be, Board members. A majority of the management committee must, because of their tenure of some public office or their position in the community, have a degree of responsibility to the community as a whole.
- 94.8 The Commissioner of Taxation must be notified of any proposed amendments or alterations to provisions for the Public Fund, to assess the effect of any amendments on the Public Fund’s continuing Deductible Gift Recipient status.
- 94.9 The Church must comply with any rules that the Commissioner of Taxation makes to ensure that gifts made to the Public Fund will only be used for the purpose of the Public Fund.

95. Winding up, dissolution or revocation of a public fund

95.1 If the Public Fund is wound up or if the endorsement of the Church as a Deductible Gift Recipient for the operation of the Public Fund is revoked, any surplus assets of the Public Fund remaining after the payment of liabilities attributable to it must be transferred to some other fund, authority or institution which:

95.1.1 is a Deductible Gift Recipient;

95.1.2 has objects similar to the objects of the Public Fund; and

95.1.3 is charitable at law.

Appendix 1
APPLICATION FOR APPOINTMENT OF PROXY

To the Secretary of the Board of Chinese Christian Church of Victoria Inc.

I,
(name)

of
(address)

being a voting member of the Chinese Christian Church of Victoria Inc. (CCCV), appoint

.....
(name of proxy holder)

of
(address of proxy holder)

being a voting member of CCCV, as my proxy to vote on my behalf at the Annual/Special* General Meeting of the Church to be held on

.....
(date of meeting)

and at any adjournment of that meeting.

My proxy is authorised to vote:

- in favour of/against* the following resolution (insert details of resolution).; and/or
- as my proxy thinks fit in respect of (all*/the following* resolutions) (select one).

Note: If the voting member wishes to vote for or against any resolution, the voting member must instruct the proxy accordingly. Unless otherwise instructed, the proxy may vote as the proxy thinks fit.

Signed

Date

*Delete if not applicable

Reason for Application :

Signed :

Date :