

# Constitution

## (abridged version)

*Contact the church office to see the full, non-abridged Constitution,  
approved at the Special Church Members' Meeting held on 26 September 2019,  
adopted from 01 April 2020 when becoming a CIO (Charitable Incorporated Organisation),  
Registered Charity Number: 1186334*

Abridged Version

**Clause  
Number**

**3 Purpose**

**3.1** The principal purposes of the Church are:

**3.1.1** The advancement of the Christian faith according to the principles of the Baptist denomination.

**3.1.2** The Church may also advance education and carry out other charitable purposes in the United Kingdom and/or other parts of the world.

**4 Beliefs**

As a member of the Baptist Union the Church subscribes to the Baptist Union's Declaration of Principle:

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

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

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

**12 Membership of the Church**

**12.1 Admission of new members and eligibility**

**12.1.1** Membership of the Church is open to those who have professed faith in Jesus Christ and wish to become members, and who, by applying for membership have indicated acceptance of the Beliefs, a willingness to participate in the activities, have indicated their agreement to become a member and acceptance of the duty of members set out in clause 12.3.

**12.1.2** Persons seeking membership must have been baptised in the manner described in the Baptist Union's Declaration of Principle, with the Church Members' Meeting exercising discretion in exceptional cases where people cannot be baptised because of age, illness, or disability.

**12.1.3** Membership of the Church is personal and cannot be transferred to anyone else.

**12.1.4** A member shall be a natural person.

**12.2 Admission procedure**

The Charity Trustees:

**12.2.1** may require applications for membership to be made in any reasonable way that they decide;

- 12.2.2** shall, if they approve an application for membership, notify the applicant of their decision within 6 months;
- 12.2.3** may refuse an application for membership if they believe that it is in the best interests of the Church for them to do so;
- 12.2.4** shall, if they decide to refuse an application for membership, give the applicant their reasons for doing so, within 21 days of the decision being taken, and give the applicant the opportunity to appeal against the refusal;
- 12.2.5** shall give fair consideration to any such appeal, and shall inform the applicant of their decision, but any decision to confirm refusal of the application for membership shall be final;
- 12.2.6** where the person seeking membership has been a church member at another Baptist church they shall apply in the same manner but a letter of commendation shall normally be requested from their previous church; and
- 12.2.7** the membership application shall also be considered by the existing members of the Church and the Charity Trustees shall (except in exceptional circumstances) follow their recommendation.

**12.3 Duty of members**

A Member of a CIO must exercise his or her powers as a member of the CIO in the way he or she decides would be most likely to further the purposes of the CIO. The responsibilities of membership normally also include:

- 12.3.1** attending worship and participating in Church activities;
- 12.3.2** personal prayer and Bible study;
- 12.3.3** participation at the Communion of the Lord's Supper as a privilege and a priority;
- 12.3.4** helping the Church whenever possible by using gifts and abilities to advance the Purpose of the Church through its activities;
- 12.3.5** attending and participating in Church Members' Meetings;
- 12.3.6** giving regular financial support to the Church in proportion to personal resources and circumstances; and
- 12.3.7** upholding Christian values.

**12.4 Termination of membership**

- 12.4.1** Church Membership will be terminated if the member dies, transfers their membership to another church or otherwise resigns in writing to the Church Secretary. These routine changes to the membership list shall be reported at the next convenient Church Members' Meeting.
- 12.4.2** When, pursuant to clause 12.5.2, the Church Members' Meeting reviews the membership list the Church Members' Meeting may resolve to make any appropriate deletions.
- 12.4.3** In exceptional circumstances where the conduct of a Church Member is considered to be contrary to the Purpose and Beliefs of the Church and/or disruptive to the relationships between Church Members then the Charity Trustees may recommend to a Church Members'

Meeting that the membership of that person be reviewed. The Church may, after considering the facts, terminate the membership of that person. The Church Member shall be allowed to attend the Church Members' Meeting where their membership is to be reviewed to hear what is said at the Church Members' Meeting, to correct any errors of fact and offer any explanation of the circumstances or reasons for their actions before withdrawing from the meeting so that the Church Members may prayerfully and carefully consider whether or not to resolve to remove that person's name from the list of members.

## **12.5 Church Membership List**

**12.5.1** A list of current Church members shall be maintained by the Charity Trustees in the format required by the General Regulations.

**12.5.2** In order to keep the list of current members up to date the membership list shall be reviewed at least once every three years by the Church Members' Meeting.

## **13 Church Members' Meetings**

### **13.1 Types and frequency and purpose of Church Members' Meetings**

**13.1.1** There are three types of formal Church Members' Meetings: Ordinary Church Members' Meetings, Special Church Members' Meetings and the Annual General Meeting.

**13.1.2** There must be an Annual General Meeting (AGM) of the members of the Church. The first AGM must be held within 18 months of the registration of the Church as a CIO.

**13.1.3** Ordinary Church Members' Meetings shall be held at regular intervals on not less than four occasions in any calendar year and shall be an opportunity for the Members to consider and review routine matters associated with the life of the Church including issues related to Church membership, the appointment of Charity Trustees, the appointment of a Church Secretary, the appointment of a Church Treasurer, the approval of the budget, with opportunities for considering proposals from the Charity Trustees or other Church Members for the development of the Church and the advancement of its purpose through its activities.

**13.1.4** One Ordinary Church Members' Meeting each year shall include the Annual General Meeting for the Church members to receive annual accounts and reports (duly audited or examined where applicable), Charity Trustees reports, and to consider proposals for the strategy and vision of the Church in the coming year, with other appropriate matters.

**13.1.5** A Special Church Members' Meeting shall be convened when necessary to consider the appointment or dismissal of a minister, the dismissal of a Charity Trustee, matters relating to the purchase, sale, lease, mortgage or redevelopment of Church property, the closure of the Church, or matters considered by the Charity Trustees to be of sufficient importance to require the calling of a Special Church Members' Meeting.

**13.1.6** Additional Ordinary Church Members' Meetings may be held at any time.

**13.1.7** Members shall meet together in a Church Members' Meeting under the guidance of the Holy Spirit and under the Lordship of Christ to discern the mind of God in the affairs of the Church.

**13.1.8** Worship including prayer and the reading of Scripture shall be a key feature of the Church Members' Meeting. The discussion of any matters affecting the life and activities of the Church shall be set in this context with the intention that, so far as possible, practical issues are not perceived as being separate from the spiritual aspects of the Church.

**13.1.9** All Church Members' Meetings, whether Ordinary, Special or the Annual General Meeting shall be convened in accordance with the following conditions.

## **13.2 Calling Members' Meetings**

**13.2.1** The Charity Trustees:

- must call the Annual General Meeting of the members of the Church in accordance with clause 13.1.2 and identify it as such in the notice of the meeting; and
- may call any other Church Members' Meetings at any time.

**13.2.2** The Charity Trustees must, within 21 days, call a Church Members' meeting of the members of the Church if:

- They receive a request to do so from at least 10% of the members of the Church; and
- The request states the general nature of the business to be dealt with at the meeting, and is authenticated by the member(s) making the request.

**13.2.3** Any such request may include particulars of a resolution that may properly be proposed, and is intended to be proposed, at the meeting or an indication of the nature of the matters to be considered.

## **13.3 Notice of Church Members' Meetings**

**13.3.1** The Charity Trustees, or, as the case may be, the relevant members of the Church, must give at least 7 clear days notice of any Church Members' meeting to all of the Church Members.

**13.3.3** The notice of any Church Members' Meeting must:

- State the time and date of the meeting;
- Give the address at which the meeting is to take place;
- Indicate the general nature of business to be dealt with at the meeting; and
- If a proposal to alter the constitution of the Church is to be considered at the meeting, include the text of the proposed alteration.

## **13.6 Quorum at Church Members' Meetings**

**13.6.1** No business may be transacted at any Church Members' Meeting of the members of the Church unless a quorum is present when the meeting starts.

**13.6.2** Subject to the following provisions, the quorum, for Church Members' Meetings shall be 25% of the members.

## **13.7 Taking decisions at Church Members' Meetings**

**13.7.1** The consultation of Church members and the involvement of members in decision making is an important principle within a Baptist Church. Members are encouraged to listen carefully to each other, express views that will aid decision making, before reaching a decision.

**13.7.2** Except for those decisions that must be taken in a particular way as indicated in this constitution, the Charities Act 2011, the General Regulations or Dissolution Regulations, decisions of the members of the Church may be taken as provided in clause 13.8.

### **13.8 Taking decisions by consensus and voting**

- 13.8.1** Wherever possible and where there is a clear agreement among the members they may reach a decision by consensus without a vote, provided that the decision taken is clearly recorded in the minutes as a decision of the Church members.
- 13.8.2** Each member shall have one vote which they may use at a Church Members' Meeting after hearing about the issues and any comments or questions raised by other members in advance of the vote.
- 13.8.3** For matters requiring a formal decision or resolution a vote shall be taken and the outcome of the vote recorded as the resolution of the Members.
- 13.8.4** Any decision [except a decision affecting the appointment of Charity Trustees, a Church Secretary or a Church Treasurer] shall be taken by a simple majority at an Ordinary Church Members' Meeting.
- 13.8.5** A resolution put to the vote of a meeting shall be decided on a show of hands, unless (before or on the declaration of the result of the show of hands) a Poll is duly demanded. A Poll may be demanded by the chair or by at least 10% of the members present in person at the meeting.
- 13.8.6** A Poll may be taken at the meeting at which it was demanded.
- 13.8.8** If a Poll is to be held 2 persons should be appointed as scrutineers to the ballot to count the votes. The person chairing the Church Members' Meeting shall announce the outcome without necessarily revealing the number of votes.
- 13.8.10** A resolution at a Special Church Members' Meeting shall be carried if supported by at least 80% of the Church Members present entitled to vote and voting.
- 13.8.11** The Church Members' Meeting or Charity Trustees may want a higher measure of support for a particular resolution but a higher proportion of votes for a resolution shall not override the arrangements in clauses 13.9 and 13.10 unless, before the vote is taken, the Church Members' Meeting passes a further or enabling resolution referring to that particular resolution and specifying the proportion of votes necessary to pass it.

### **13.9 Decisions that must be taken in a particular way**

- 13.9.1** Any decision to remove a Charity Trustee must be taken in accordance with clause 18.3.

### **13.10 Special Church Members' Meetings**

- 13.10.1** A Special Church Members' Meeting shall be convened where the matters to be considered include the appointment or dismissal of a minister, the dismissal of a Charity Trustee, matters relating to the purchase, sale, lease, mortgage or redevelopment of Church property, the closure of the Church, the amendment of this Constitution, or matters considered by the Charity Trustees to be of sufficient importance to require the calling of a Special Church Members' Meeting.
- 13.10.2** A Special Church Members' Meeting shall be properly convened if the requirements of clause 13.3 are fulfilled provided that, subject to clause 13.3.2, 14 days clear notice of a Special Meeting must be given to all Church Members with as clear an indication as is possible in all the circumstances of the agenda items to be considered.

## **14 Charity Trustees**

### **14.1 Charity Trustees and the Church Members' Meeting**

**14.1.1** The Church Members' Meeting shall appoint Charity Trustees, including a Church Secretary (or equivalent) and a Church Treasurer (or equivalent) to be responsible for the governance of the Church and where there is a Minister that person is also a Charity Trustee because of their role and responsibilities.

**14.1.2** Subject to any specific or general directions of the Church Members' Meeting and the provisions of this constitution the Charity Trustees shall take responsibility for the control management and administration of the Church save that the Charity Trustees are not required to do anything that would cause them to be in breach of this constitution or any trustee duty placed upon them as a result of this role.

**14.1.3** The statutory definition of Charity Trustees in section 177 of the Charities Act 2011 is "persons having the general control and management of the administration of a charity."

### **14.2 Functions and duties of Charity Trustees**

**14.2.1** The Charity Trustees shall manage the affairs of the Church and may for that purpose exercise all the powers of the Church. It is the duty of each charity trustee:

- to exercise their powers and to perform his or her functions as a trustee of the Church in the way that the Charity Trustees as a group taking into account the purpose and beliefs of the Church and Christian principles acting in good faith and in ways most likely to further the purposes of the Church;
- to exercise, in the performance of those functions, such care and skill as is reasonable in the circumstances having regard in particular to any special knowledge or experience that he or she has or holds himself or herself out as having; and
- to take note of the directions and requests of the Church Members' Meeting.

**14.2.2** The Charity Trustees have an obligation (subject to any overriding legal binding requirement to the contrary) to take note of the directions and requests of the Church Members' Meeting.

### **14.3 Personal Qualities of Charity Trustees**

**14.3.1** Every Charity Trustee must be a natural person.

**14.3.2** Charity Trustees shall with the possible exception of any newly appointed Minister be chosen from among the Church Members.

**14.3.3** No one may be appointed as a Charity Trustee if he or she:

- is under the age of 16 years; or
- would automatically cease to hold office under the provisions of clause 18.2.6.

**14.3.4** No one is entitled to act as a Charity Trustee whether on appointment or on any re-appointment until he or she has expressly acknowledged, in whatever way the Charity Trustees decide, his or her acceptance of the office of Charity Trustee.

- 14.3.5** The total number of Charity Trustees under the age of 18 years must not any time be more than half of the total number of Charity Trustees in office.
- 14.3.6** Any Minister or Ministers appointed to serve the Church shall automatically be a Charity Trustee.
- 14.3.7** The Church Secretary and Church Treasurer shall automatically be a Charity Trustee because of their role and responsibilities.
- 14.3.8** Any person qualified to be a Member of the Church shall be eligible for election as a Charity Trustee (unless disqualified by statute).
- 14.3.9** A close family member (spouse, parent, child, sibling) of a serving Charity Trustee shall be not eligible for appointment as a Charity Trustee.

#### **14.4 Number of charity trustees**

- 14.4.1** The maximum number of Charity Trustees, excluding any Minister or Ministers of the church is 14
- 14.4.2** There must be at least five Charity Trustees, excluding any Minister or Ministers of the Church.
- 14.4.3** If the number falls below this minimum, the remaining Charity Trustee or Trustees may act only to call a meeting of the Charity Trustees, or to seek nominations for additional Charity Trustees and to convene a Church Members' Meeting where appointments can be made.

#### **14.6 Appointment of Elected Charity Trustees**

- 14.6.3** Subject to clauses 14.6.1 and 14.6.2 Charity Trustees (except for those in ministerial office) shall be appointed for one term of three years with the opportunity to be nominated for one further three year term only that must be followed by a vacant year when they shall not be eligible for reappointment.
- 14.6.4** The vacancies so arising and any previously unfilled vacancies may be filled by the decision of the members at any Church Members' Meeting.
- 14.6.5** The Church Members may at any time at an Annual General Meeting, Ordinary Church Members' Meeting or Special Church Members' Meeting decide to appoint a new Charity Trustee, whether in place of a Charity Trustee who has retired or been removed in accordance with clause 18 (Retirement and removal of Charity Trustees), or as an additional Charity Trustee.
- 14.6.6** The appointment of Charity Trustees shall be undertaken by processes that are public, clear and open so that all Church Members are enabled to consider prayerfully who should be appointed as Charity Trustees. The processes shall ensure that notice is given of any forthcoming election so that Church Members may freely nominate prospective Charity Trustees whose names shall be submitted (after they have indicated a willingness to be appointed) for decision to the Church Members with the intention of ensuring that those appointed have a sufficient level of support from them.

#### **14.7 Nominations<sup>1</sup>**

Nominations for the role of Charity Trustee, other than a Minister, shall be made to the

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<sup>1</sup> At the Church Members' Meeting, 13 March 2021, the following guiding principle for the nomination of Trustees was agreed: "Elder-Trustees will be nominated by serving Trustees, then affirmed by Church Members, by secret ballot, in a Church Members' Meeting"



Church Secretary (or equivalent) not later than three Sundays (or other regular weekly meeting time when the church gathers together) before the Church Members' Meeting at which the election is to be held. Nominations must be submitted in writing with the supporting signature of two other church members and the consent of the candidate. Requests for nominations shall be made at all services on the two Sundays (or other regular weekly meeting time when the Church gathers together) immediately before that day when nominations must cease.

#### **14.8 Voting Method**

- 14.8.1** Voting shall be by secret ballot at an Ordinary Church Members' Meeting. Church Members shall be asked to vote for those nominated candidates who they believe would serve the Church well as Charity Trustees. Each Member may vote for as many nominees as they believe meet this criteria.
- 14.8.2** Scrutineers shall be appointed by the Church Members' Meeting to count the votes and shall report the number of votes cast for each candidate in confidence and in writing to the person chairing the meeting.
- 14.8.3** The number of candidates, being not more than the number of vacancies, receiving the highest number of votes shall be elected provided each candidate shall have received votes from at least 70% of those members voting
- 14.8.4** The Church Members shall appoint a Church Secretary and Church Treasurer (or equivalents), who shall by the nature of their responsibilities be Charity Trustees, to serve for a period of one year but may be re-nominated and re-appointed each year without time limit. They will usually be appointed at the Annual General Meeting but may be appointed at any Church Members' Meeting.
- 14.8.5** The candidates receiving the highest number of votes shall be declared to be elected provided that each candidate so declared shall have received votes from at least 70% of those members voting.

#### **15 Appointment of Church Secretary and Church Treasurer**

- 15.1** The Church Members shall appoint a Church Secretary and Church Treasurer (or equivalents), who shall by the nature of their responsibilities be Charity Trustees, to serve for a period of one year but may be re-nominated and re-appointed each year without time limit. They will usually be appointed at the Annual General Meeting but may be appointed at any Church Members' Meeting.
- 15.2** The Church Secretary and Church Treasurer shall be chosen from among the Church Members.
- 15.3** The appointment of Church Secretary or Church Treasurer (or equivalents) shall be undertaken by processes that are public, clear and open so that all Church Members are enabled to consider prayerfully who should be appointed. The process shall ensure that notice is given of any forthcoming election so that Church Members may freely nominate prospective candidates whose names shall be submitted (after they have indicated a willingness to be appointed) for decision to the Church Members' Meeting with the intention of ensuring that those appointed have a sufficient level of support from them.

**15.4** The Church Secretary and Church Treasurer (or equivalents) must have the same level of support as is required for the appointment of Charity Trustees.

## **16 Ministers**

**16.1** The Church may have a Minister or more than one Minister or no Minister. Where a Minister is appointed it is expected that they will become a Member of the Church.

**16.2** A Minister of this Church shall accept the beliefs being the Baptist Union's Declaration of Principle.

**16.3** Where the Church has a Minister she or he shall be in relationship with the Baptist Union and the Association normally expressed by being on the Baptist Union's Register of Covenanted Persons Accredited for Ministry.

**16.4** The Minister, whether or not they are on the Register of Persons Accredited for Ministry shall be supportive of the Church's relationships with other Baptist Churches, the Association and the Baptist Union.

**16.5** The tasks fulfilled by Ministers will vary depending on individual ability and gifting but a Minister is normally expected to be involved in the activities of the Church with an emphasis on the leading of worship and prayer, the teaching of the Christian faith and the pastoral care of individuals. The Minister shall work with the Church towards achieving its Purpose through its activities.

**16.6** Notwithstanding any legal status afforded to a Minister by statute the Church recognises that the Minister and the Church are in a Covenant relationship based on Christian love and trust and mutual accountability. A Minister shall be in a relationship of mutual accountability with the other Charity Trustees and also with the Church Members.

**16.7** When the Church is seeking to appoint a Minister it will normally consult the appropriate staff within the Association before commencing any appointment process and follow, so far as practicable, the Baptist Union's procedures and recommended terms for the settlement of Ministers.

**16.8** A Minister may only be appointed or removed by a resolution of the Church Members at a Special Church Members' Meeting at any time.

**16.9** To be appointed as Minister a candidate must receive at least 80% support of the members at a Church Members' Meeting.

**16.10** The Church and the Minister shall normally agree 'terms and conditions of appointment' including termination procedures based on the standard terms of appointment published by the Baptist Union.

**16.11** Notwithstanding the fact that any Minister or Ministers appointed by the Church are Charity Trustees subject to clause 9.2.7 they will be entitled to be paid an agreed and reasonable remuneration or stipend out of the funds of the Church.

**16.12** Where a Special Church Members' Meeting is considering the dismissal of a Minister the Minister shall be allowed to hear what is said to the Church Members' Meeting and to correct any errors of fact and offer any explanation of the circumstances or reasons for their actions before withdrawing so that the Church Members' Meeting may prayerfully and carefully consider whether the appointment should be terminated.

## **18 Retirement and removal of Charity Trustees**

- 18.1** A Charity Trustee who is a Minister of the Church ceases to hold office if he or she ceases to be a Minister of the Church.
- 18.2** A Charity Trustee, except for a Minister or Ministers (if any) ceases to hold office if he or she:
- 18.2.1** retires by notifying the Church in writing (but only if enough Charity Trustees will remain in office when the notice of resignation takes effect to form a quorum for meetings);
  - 18.2.2** is absent without permission of the Charity Trustees from all their meetings held within a period of six months and the Charity Trustees resolve that his or her office be vacated;
  - 18.2.3** dies;
  - 18.2.4** becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
  - 18.2.5** is removed by the members of the Church in accordance with clause 18.3;
  - 18.2.6** is disqualified from acting as a Charity Trustee by virtue of sections 178 to 180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision); and/or
  - 18.2.7** has completed their term of appointment as either Church Secretary or Church Treasurer and is not re-appointed as Church Secretary, Church Treasurer or Charity Trustee.
- 18.3** A Charity Trustee shall be removed from their role:
- 18.3.1** if a resolution to remove that Charity Trustee is proposed at a Special Church Members' Meeting called for that purpose and properly convened in accordance with clause 13.10.2, and the resolution is passed by the required majority of votes cast at the meeting in accordance with clause 13.8.10;
  - 18.3.2** Where a Special Church Members' Meeting is considering the dismissal of a Charity Trustee (except for a Minister or Ministers [if any]) the Charity Trustee shall be allowed to hear what is said to the Church Members' Meeting and to correct any errors of fact and offer any explanation of the circumstances or reasons for their actions before withdrawing so that the Church Members' Meeting may prayerfully and carefully consider whether the appointment should be terminated.

## **19 Reappointment of Charity Trustees**

Any person who retires as a Charity Trustee by rotation, by giving notice to the Church or upon completing their term of appointment as either Church Secretary or Church Treasurer is eligible for reappointment as a Charity Trustee, subject to the requirements of clauses 14.6 to 14.8.

## **20 Taking of decisions by Charity Trustees**

- 20.1** Any decision may be taken either:
- 20.1.1** at a meeting of the Charity Trustees either by consensus or by a vote or a Poll; or
  - 20.1.2** by resolution in writing or electronic form agreed by all of the Charity Trustees, which may comprise either a single document or several documents containing the text of the

resolution in like form to each of which one or more Charity Trustees has signified their agreement.

**21 Delegation by Charity Trustees**

**21.1** The Charity Trustees may delegate any of their powers or functions to a committee or committees, and, if they do, they must determine the terms and conditions on which the delegation is made. The Charity Trustees may at any time alter those terms and conditions, or revoke the delegation.

**21.2** Notwithstanding any such delegation the Charity Trustees retain overall responsibility.

Abridged Version