

CONSTITUTION FOR TRINITY BAPTIST CHURCH

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1 THE CHURCH AND ITS NAME

The Church means members of the charitable unincorporated association governed by this constitution and known as TRINITY BAPTIST CHURCH BEXLEYHEATH (or such other name as shall subsequently be adopted by decision of the Church Members' Meeting and with the consent of the Charity Commission).¹

2 PURPOSE

The principal purpose of the Church is the advancement of the Christian faith according to the principles of the Baptist denomination. The Church may also advance education and carry out other charitable purposes in the United Kingdom and/or other parts of the world.

3 BELIEFS

Historically, the church subscribed to ten particular beliefs as set out in the conveyance and declaration of trust of 23rd November 1868, as set out in Appendix A.

As a Member of the Baptist Union the Church subscribes to the Union's Declaration of Principle² which is:

"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 Ghost, 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."

¹ Once a charity is registered changes of name need to be agreed with the Charity Commission.
² The quotation is the Declaration of Principle that is included in section 3 of the constitution of the Baptist Union of Great Britain, as at May 2007.

44 **4 ACTIVITIES**

45

46 4.1 In fulfilling the Purpose the Church will engage in a range of activities
47 either on its own or with others that will vary from time to time with
48 Activities being initiated, expanded, or closed, as appropriate.

49

50 4.2 The Activities may include but are not restricted to:³

51 ○ regular public worship, prayer, Bible study, preaching and
52 teaching;

53 ○ baptism, as defined in the Union's Declaration of Principle;

54 ○ the Communion of the Lord's Supper which shall normally be
55 observed at least once a month;⁴

56 ○ evangelism and mission, locally, regionally, nationally and
57 internationally;

58 ○ the teaching, encouragement, welcome and inclusion of young
59 people;

60 ○ nurture and growth of Christian disciples;

61 ○ education and training for Christian and community service;

62 ○ giving and encouraging pastoral care;

63 ○ supporting and encouraging charitable social action in the
64 United Kingdom and abroad;

65 ○ encouraging relationships with and supporting Baptists and
66 other Christians.

67

68 4.3 Notwithstanding the appointment of persons to accept responsibility
69 for any of the Activities all individuals, organisations, groups, and
70 committees operating within the life of the Church, and their leaders,
71 shall be accountable to the Charity Trustees and also through any
72 specific direction of the Church Members' Meeting.

73

74 **5 AFFILIATION AND RELATIONSHIPS**

75

76 5.1 The Church is a member of the Baptist Union of Great Britain (Baptist
77 Union) and the London Baptist Association (Association).⁵

78

79 5.2 The Church will normally promote, encourage, support and advance
80 the work of the Baptist Union, the Association and BMS World
81 Mission through prayer, through financial contributions and, where
82 appropriate, by making personnel available from the membership of

³ Some of the activities listed will happen in all churches, but other activities will vary depending on local circumstances and the availability of suitable volunteers.

⁴ Most Baptist churches invite all Christians to share in the Communion of the Lord's Supper. This invitation is a matter for local decision, as are matters related to participation by children and young people.

⁵ Interdependency is another characteristic of Baptist Churches. This has often been demonstrated informally through co-operation between churches and expressed formally through joining a Baptist Association and the Baptist Union.

83 the Church. When it is able the Church will also support local Baptist
84 and ecumenical gatherings.⁶

85

86 **6 BELONGING TO THE CHURCH**

87

88 6.1 The responsibilities of membership normally include:

- 89 ▪ attending worship and participating in Church Activities;
- 90 ▪ personal prayer and Bible study;
- 91 ▪ participation at the Communion of the Lord's Supper as a
92 privilege and a priority;
- 93 ▪ helping the Church whenever possible by using gifts and
94 abilities to advance the Purpose of the church through its
95 Activities;
- 96 ▪ attending and participating in Church Members' Meetings;
- 97 ▪ giving regular financial support to the Church in proportion to
98 personal resources and circumstances;⁷
- 99 ▪ upholding Christian values.⁸

100

101 6.2 If there are differences that lead to difficulties between members of
102 the Church (and it is recognised that these will sometimes arise) each
103 member should try to resolve the situation with gentleness and
104 humility following Christian and Biblical principles. It may be
105 necessary for another wise and experienced member of this Church
106 (or if invited a member of a neighbouring Church or representative of
107 the Association) to act as mediator or friend to those seeking to
108 achieve reconciliation.⁹

109

110 **7 JOINING AND BECOMING A CHURCH MEMBER**

111

112 7.1 Baptism by immersion upon personal profession of faith is the normal
113 mode of entry into the membership of a Baptist church.¹⁰

114

115 7.2 The church shall apply the following Baptismal qualification for
116 Church Membership.¹¹

117 Closed membership so that persons seeking membership must
118 have been baptised in the manner described in the Union's
119 Declaration of Principle, with the Church Members' Meeting
120 exercising discretion in exceptional cases where people cannot

⁶ Interdependency is also expressed through supporting national and international Baptist mission initiatives and working ecumenically.

⁷ Although there may be encouragement to give financially this is a private matter.

⁸ The church is a community of Christian believers in which members respect, serve, encourage and help each other and work with others so that the Purpose, Beliefs, and Activities of the Church are maintained and developed.

⁹ This is suggested as a way of resolving differences within the Church.

¹⁰ This is the usual initial mode of entry for new candidates into the membership of a local Baptist church, but once in membership individuals can usually transfer to another Baptist church.

¹¹ There is a divergence of practice between Baptist churches. In preparing this Constitution, churches are invited to define their requirements, whether for the future, as a reflection of current practice, or otherwise.

121 be baptised because of age, illness, or disability; or where
122 someone from another Christian tradition was baptised by
123 pouring or sprinkling upon their personal profession of faith.
124

- 125 7.3 Church Membership is open to those who:
- 126 ○ accept the Beliefs of the Church;
 - 127 ○ meet the Church's qualification on Baptism;¹²
 - 128 ○ commit themselves to serving Christ within the Church and
129 beyond;
 - 130 ○ abide by the decisions of the Church Members' Meeting;
 - 131 ○ acknowledge their responsibilities as Church Members;
 - 132 ○ have their membership application accepted by the Church
133 Members' Meeting.

134

135 7.4 A person wishing to become a Church Member shall apply in a
136 manner determined by the Church Members' Meeting.¹³
137

138 7.5 The Church Members' Meeting will consider and vote on the
139 application for membership and if accepted the new member will
140 normally be welcomed publicly.
141

142 8 THE MEMBERSHIP LIST

143

144 8.1 A list of the current Church members shall be maintained by the
145 Charity Trustees incorporating routine changes because of additions
146 or deletions arising through death, transfer to another church,
147 resignation, or a resolution by Church Members' Meeting.¹⁴
148

149 8.2 Routine changes to the membership list shall be reported at the next
150 convenient Church Members' Meeting.
151

152 8.3 In order to keep the membership list up to date the membership list
153 shall be reviewed at least once every three years when the Church
154 Members' Meeting may resolve to make any appropriate deletions.¹⁵
155

156 8.4 At any time, in exceptional circumstances where the conduct of a
157 Member is considered to be contrary to the Purpose and Beliefs of
158 the Church and/or disruptive to the relationships between Members
159 then the Charity Trustees may recommend to a Church Members'

¹² The Church's qualification on Baptism is set out in clause 7.2.

¹³ The process should enable applicants to find out about the church, the responsibilities of Membership, and enable the Church Members' Meeting to make an informed decision about the application.

¹⁴ Maintaining an up-to-date list is important because of the need to know the identity of Members entitled to vote at Church Members' Meeting.

¹⁵ Revising a membership list should be approached with care and pastoral concern for the individuals involved. The removal of any individual who cannot attend because of advanced age or illness is not envisaged. This process is intended to allow the Membership List to be kept up to date with adjustments to take account of people who have left the area or with whom the church has lost contact.

160 Meeting that the membership of that person be reviewed. The
161 Church Members may, after considering the facts, terminate the
162 membership of that person. The Church Member shall be allowed to
163 hear what is said at the Church Members' Meeting, to correct any
164 errors of fact and offer any explanation of the circumstances or
165 reasons for their actions before withdrawing from the meeting so that
166 the Church Members' Meeting may prayerfully and carefully consider
167 whether they should resolve to remove that person's name from the
168 list of Members.¹⁶

169

170 9 CHURCH MEMBERS' MEETINGS

171

172 9.1 Church Members shall meet together in a Church Members' Meeting
173 under the guidance of the Holy Spirit and under the Lordship of Christ
174 to discern the mind of God in the affairs of the Church.

175

176 9.2 The Church Members' Meeting shall have reserved authority in the
177 appointment and removal of a Minister, the appointment and removal
178 of Charity Trustees, decisions related to church property including
179 (without limitation) any purchase, sale, lease, mortgage, or
180 redevelopment of property, the administration of the membership list,
181 and the closure of the Church.

182

183 9.3 Any decisions taken under 9.2 in relation to property must comply
184 with the requirements of statute law and any specific property trusts
185 under which the land and buildings are used and occupied by the
186 church.

187

188 10 ORDINARY AND SPECIAL CHURCH MEMBERS' MEETINGS

189

190 10.1 There are two types of formal Church Members' Meetings, Ordinary
191 Church Members' Meetings and Special Church Members' Meetings.

192

193 10.2 Ordinary Church Members' Meetings shall be held at regular intervals
194 on not less than four occasions in any calendar year and shall be an
195 opportunity to consider and review routine matters associated with
196 the life of the Church including issues related to church membership,
197 the appointment and dismissal of the Charity Trustees, the approval
198 of the budget, with opportunities for considering proposals from the
199 Charity Trustees or other Church Members for the development of
200 the Church and the advancement of its Purpose through its Activities.

201

202 10.3 One Ordinary Church Members' Meeting each year shall include the
203 Annual Church Members' Meeting for the Church Members to receive

¹⁶ This is a framework for dealing with the termination of membership. The clause should operate only after all attempts at reconciliation have been exhausted.

204 annual accounts and reports, to appoint Auditors or Independent
205 Examiners, and to consider proposals for the strategy and vision of
206 the church in the coming year, with other appropriate matters.

207

208 10.4 A Special Church Members' Meeting shall be convened when
209 necessary to consider the appointment or dismissal of a minister,
210 matters relating to the purchase, sale, lease, mortgage or
211 redevelopment of church property, the closure of the church, or
212 matters considered by the Charity Trustees to be of sufficient
213 importance to require the calling of a Special Members' Meeting.

214

215 11 **CALLING CHURCH MEMBERS' MEETINGS**

216

217 11.1 Church Members' Meetings shall be convened by the Charity
218 Trustees so as to be convenient for as many Church Members as is
219 reasonable.

220

221 11.2 An Ordinary Church Members' Meeting shall be properly convened if
222 as a minimum requirement the date, time and place for the meeting
223 are publicised at the worship service or services on the previous
224 Sunday (or other regular weekly meeting time when the Church
225 gathers together) with an indication (if possible) of the matters to be
226 considered.¹⁷

227

228 11.3 A Special Church Members' Meeting shall be properly convened if as
229 a minimum requirement the date, time and place for the meeting are
230 publicised, with as full an indication of the matters to be considered
231 as possible, at the public worship service or services on the two
232 previous Sundays (or other regular weekly meeting time when the
233 Church gathers together).¹⁸

234

235 11.4 Additional meetings whether Special or Ordinary shall be convened
236 by the Charity Trustees as necessary but they shall have specific
237 responsibility to convene a Special Church Members' Meeting as
238 soon as possible upon the receipt of a written request for a meeting
239 signed by at least one tenth of the church membership or twelve
240 Church Members, whichever is the less.

241

242 11.5 Apart from invited guests, only Members of the Church shall attend a
243 Church Members' Meeting.

244

245 12 **THE CONDUCT OF CHURCH MEMBERS' MEETINGS**

¹⁷ This approach enables the Church to use all possible means to ensure that members know a meeting is planned. It is desirable that an indication of the agenda is provided.

¹⁸ Items for discussion at a Special Church Members' Meeting may have long term implications so more notice and information is needed. It is imperative that members have notice of the matters to be considered.

- 246
247 12.1 Worship including prayer and the reading of Scripture shall be a key
248 feature of the Church Members' Meeting. The discussion of any
249 matters affecting the life and activities of the Church shall be set in
250 this context with the intention that, so far as possible, practical issues
251 are not perceived as being separate from the spiritual aspects of the
252 Church.
253
- 254 12.2 A quorum of 20% of the total number of Church Members shall apply
255 to Church Members' Meetings.¹⁹
256
- 257 12.3 The Church Members' Meeting shall appoint a person (who may or
258 may not be a Minister of the church) to chair the Church Members'
259 Meetings.
260
- 261 12.4 A resolution passed at either an Ordinary Church Members' Meeting
262 or a Special Church Members' Meeting shall not be rescinded within
263 one year, unless notice of the resolution for rescission is given at the
264 Church Members' Meeting prior to that at which there is to be a vote
265 on the resolution to rescind.²⁰
266
- 267 **13 VOTING**
268
- 269 13.1 Members shall, so far as possible, seek consensus on all matters
270 considered at a Church Members' Meeting.
271
- 272 13.2 For matters requiring a decision a vote shall be taken and the
273 outcome of the vote recorded as the resolution of the Members.
274
- 275 13.3 Each Member shall have one vote which they may use at the Church
276 Members' Meeting after hearing about the issues and any comments
277 or questions raised by other Members in advance of the vote.
278
- 279 13.4 No proxy votes shall be allowed and no postal votes shall be valid.
280
- 281 13.5 If any matter requires a decision affecting or involving individuals and
282 any embarrassment might arise by a public vote then a secret ballot
283 shall be held if requested and agreed by the Church Members'
284 Meeting.
285
- 286 13.6 If a secret ballot is to be held two persons will be appointed as
287 scrutineers to the ballot to count the votes. The person chairing the

¹⁹ Churches wishing to set a quorum may wish to describe this as a proportion of the membership, but setting a quorum too high may make it difficult to convene meetings that are able to take decisions.

²⁰ This avoids issues being re-examined repeatedly without allowing time for implementation of valid decisions and giving time for further thought and prayer.

- 288 Church Members' Meeting shall announce the outcome without
289 necessarily revealing the number of votes.²¹
290
- 291 13.7 Except for the Appointment of Charity Trustees referred to in clause
292 15.12 a resolution at an Ordinary Church Members' Meeting shall be
293 carried if supported by a majority of the Members present, entitled to
294 vote and voting.²²
295
- 296 13.8 If there is an equality of votes on any matter at an Ordinary Church
297 Members' Meeting the resolution will be considered rejected and the
298 matter shall be referred back to the submitter for review and if
299 appropriate resubmission to a subsequent meeting for consideration.
300²³
301
- 302 13.9 A resolution at a Special Church Members' Meeting shall be carried if
303 supported by at least two thirds of the Members present, entitled to
304 vote and voting.²⁴
305
- 306 13.10 The Church Members' Meeting or Charity Trustees may want a
307 higher measure of support for a particular resolution but a higher
308 proportion of votes for a resolution shall not override the
309 arrangements in clauses 13.7 or 13.9 unless, before the vote is
310 taken, the Church Members' Meeting passes a further or enabling
311 resolution referring to that particular resolution and specifying the
312 proportion of votes necessary to pass it.²⁵
313
- 314 13.11 Although Members of any age may attend and participate in a Church
315 Members' Meeting the minimum age for voting will be determined by
316 the Church Members' Meeting.
317
- 318 **14 MINUTES**
319
- 320 14.1 The business conducted at Church Members' Meetings and, in
321 particular, any decisions of the Members shall be recorded in the
322 Minutes for future reference.

²¹ An announcement of who has been elected need not include any indication of how close, or otherwise, the decision was.

²² This wording means that an abstention is a decision not to vote, and therefore it is not counted as a vote against the proposal.

The alternative pattern of a resolution being carried by a decision of those members present and entitled to vote has not been offered. The Charity Commission has indicated that experience in case work and decisions taken in various court cases make the creation of this kind of arrangement unacceptable. Uncertainty would be created around the question of the significance and interpretation of an abstention.

²³ If the use of a casting vote is critical a period of reflection is probably appropriate.

²⁴ See footnote 22.

²⁵ It may be appropriate to test the Members' support for very significant decisions by setting a higher tariff than for most Ordinary or Special Church Members' Meeting resolutions. It is important that the arrangements are clear and accepted by the Members before the vote is taken on the main proposal. For example, a decision to buy a new site may only be financially viable if there is wholehearted support from all the Members, so a vote of 85% in favour of the resolution may be sought.

- 323
324 14.2 The Minutes shall be written or printed and filed in a book or binder
325 set aside for this purpose using materials of sufficient quality to
326 ensure that they survive for many years and shall be kept in a safe
327 place.²⁶
328
329 14.3 Each set of Minutes shall be approved by the Church Members
330 attending the next Church Members' Meeting. They shall have the
331 opportunity to review the Minutes and to correct any errors of fact
332 before a formal vote on the approval of the Minutes is taken. If the
333 Minutes are approved the person chairing the Church Members'
334 Meeting shall confirm the Members' acceptance of the Minutes by
335 signing and dating them as a correct record of the preceding meeting.
336 ²⁷
337
338 14.4 The signed Minutes shall be conclusive evidence of the decisions
339 taken at the Church Members' Meeting to which they relate.
340
341 **15 THE APPOINTMENT AND REMOVAL OF CHARITY TRUSTEES**
342
343 15.1 The statutory definition of Charity Trustees in Section 97(1) of the
344 Charities Act 1993 is "persons having the general control and
345 management of the administration of a charity."²⁸
346
347 15.2 The Church Members' Meeting shall appoint Charity Trustees to be
348 responsible for the governance of the Church and where there is a
349 Minister that person is a Charity Trustee because of their role and
350 responsibilities. Subject to any specific or general directions of the
351 Church Members' Meeting and the provisions of 9.2 the control
352 management and administration of the Church shall be by the Charity
353 Trustees, save that the Charity Trustees are not required to do
354 anything that would cause them to be in breach of this Constitution or
355 any trustee duty placed upon them as a result of this role.²⁹
356
357 15.3 No person may serve as a Charity Trustee if they are disqualified.³⁰

²⁶ Old Minute books should be preserved for historic interest and lodged in a suitable archive.

²⁷ It is good practice to make minutes available to members in advance of the meeting.

²⁸ The statutory definition is included because a variety of titles are used for church leaders. The term Managing Trustees or Charity Trustees has usually been used to distinguish the local role from the function of property or holding Trustee.

²⁹ Baptist churches are characterised by non-hierarchical leadership arrangements. Governance of a local Baptist church is achieved through the Church Members meeting together to consider matters related to the life and work of the Church. Local Baptist Churches have nevertheless appointed individuals to responsibilities within the church so its mission can be advanced through the effective and deliberate sharing of tasks, within a framework of mutual accountability.

³⁰ Persons under the age of 18 years or otherwise unable to manage their own affairs, un-discharged bankrupts or persons who are insolvent, those with an unspent conviction for a serious offence involving dishonesty, those convicted of a serious offence involving children or those disqualified from appointment as a company director may not be appointed as a Charity Trustee, unless the Charity Commission has received a specific application and granted a waiver.

- 358
359 15.4 Charity Trustees shall with the possible exception of any newly
360 appointed Minister be chosen from among the Church Members with
361 the maximum number of Charity Trustees being agreed from time to
362 time by the Church Members' Meeting.³¹
363
364 15.5 In this church it shall be the Minister(s) if any, and the deacons, who
365 together are the Charity Trustees of the Church at the time of
366 adoption of this constitution or the registration of the Charity with the
367 Charity Commission.³²
368
369 15.6 The Church Members' Meeting shall arrange for the appointment of a
370 Church Secretary and Church Treasurer (or equivalents) who shall by
371 the nature of their responsibilities be Charity Trustees.³³
372
373 15.7 Any person qualified to be a Member of the church shall be eligible
374 for election as a Charity Trustee (unless disqualified by statute).³⁴
375
376 15.8 A close family member (spouse, parent, child, sibling) of a serving
377 Charity Trustee shall be eligible for appointment as a Charity Trustee.
378³⁵
379
380 15.9 Charity Trustees shall serve so long as they have the support of the
381 Church Members' Meeting and (except for those in ministerial office)
382 shall be actively appointed and reappointed at least once every three
383 years.
384

³¹ In Baptist Churches the Church Members have gathered together regularly in a Church Members' Meeting to consider important matters of principle but day to day matters have usually been delegated to a group called a diaconate, made up of the deacons, minister (if any), and elders (if any), and the church secretary and treasurer. An individual local Church may use or continue to use these descriptions for their Charity Trustees, or choose alternative descriptions, provided that the identity of the Charity Trustees and the Church Members is clear. This clause is not intended to prevent the appointment of an existing Church Member as a Minister.

³² Due to variations of practice Baptist churches are invited to identify those roles that also carry the responsibility of being a Charity Trustee. The Minister/s will always be a Charity Trustee. Each of these groups must be taken in their entirety. When a Church is registered with the Charity Commission and Charity Trustees change, the new names must be notified to the Charity Commission, but changes of title, e.g. 'Diaconate' to 'Leadership Team' do not need to be notified. Omitting to include a category in the list for your church does not automatically absolve individuals from responsibility if they are actively involved in the governance of the church. For example a person bearing the title 'Treasurer' and managing the church's finances would be a Charity Trustee even if that title and category had not been included.

³³ In this church the diaconate from time to time will appoint as Treasurer and/or appoint as Administrator, persons who take no responsibility for 'managing', other than the implementation of the diaconate's instructions, who do not fall within the definition in clause 15.1 and only attend Charity Trustee Meetings when required to do so.

³⁴ Choosing this option would open the opportunity to serve as a charity trustee to all members within either an open membership or a closed membership church. For churches that practice closed membership and maintain a list of associate members, it is not envisaged that associate members would be eligible to serve as charity trustees.

³⁵ Some Baptist Churches find any kind of restriction to be a disadvantage because it restricts the participation of potentially gifted people.

385 15.10 Charity Trustees (except for those in ministerial office) shall be
386 appointed for an initial three year term with the opportunity to be
387 nominated for reappointment at the end of each three year term.
388

389 15.11 The appointment of Charity Trustees shall be undertaken by
390 processes that are public, clear and open so that all Church Members
391 are enabled to consider prayerfully who should be appointed as
392 Charity Trustees. The process shall ensure that notice is given of
393 any forthcoming election so that Church Members may freely
394 nominate prospective Charity Trustees whose names shall be
395 submitted (after they have indicated a willingness to be appointed) for
396 decision to the Church Members with the intention of ensuring that
397 those appointed have a sufficient level of support from them.
398

399 15.12 In this church:-
400

401 15.12.1 Nominations for the role of Charity Trustee other than a
402 Minister shall be made to the Church Secretary (or equivalent)
403 not later than four Sundays (or other regular weekly meeting
404 time when the Church gathers together) before the Ordinary
405 Church Members' Meeting at which the election is to be held.
406 Nominations must be submitted in writing with the supporting
407 signature of two other Church Members and the consent of the
408 candidate. No person may nominate more candidates than
409 there are places vacant. Requests for nominations shall be
410 made at all services on the three Sundays (or other regular
411 weekly meeting time when the Church gathers together)
412 immediately before that Sunday when nominations must cease.
413

414 15.12.2 Voting shall be by secret ballot at an Ordinary Church
415 Members' Meeting. Church Members shall be asked to vote
416 for those candidates whom they believe could serve the church
417 well as Charity Trustees. They shall vote for no more
418 candidates than there are vacancies. The scrutineers shall
419 report in writing and in confidence to the person chairing the
420 Church Members' Meeting the number of votes cast for each
421 candidate. The number of candidates, being not more than the
422 number of vacancies, receiving the highest number of votes
423 shall be declared to be elected provided that each candidate so
424 declared shall have received votes from a majority of those
425 members voting.
426

427 15.12.3 If there are more candidates than vacancies and if after
428 the ballot, some vacancies remain unfilled because insufficient
429 candidates have received votes from a majority of those
430 members voting then, if that Church Members' Meeting agrees,

431 the person chairing the Church Members' Meeting shall delete
432 from the names of those who have not been elected those with
433 the lowest number of votes so as to leave as many names as
434 there now are vacancies (or use a casting vote where there is a
435 tie). The remaining name or names shall be re-submitted to
436 that or another Church Members' Meeting for balloting on the
437 remaining places.³⁶
438

439 15.13 A technical defect in the appointment of a Charity Trustee of which
440 the Charity Trustees were unaware at the time does not invalidate
441 decisions taken by the Charity Trustees.
442

443 15.14 A Special Church Members' Meeting may rescind the appointment of
444 any Charity Trustee (except for those in ministerial office) at any time.
445

446 15.15 Where a Special Church Members' Meeting is considering the
447 dismissal of a Charity Trustee (except for those in ministerial office)
448 the Charity Trustee shall be allowed to hear what is said to the
449 Church Members' Meeting and to correct any errors of fact and offer
450 any explanation of the circumstances or reasons for their actions
451 before withdrawing so that the Church Members' Meeting may
452 prayerfully and carefully consider whether the appointment should be
453 terminated.
454

455 16. RESPONSIBILITIES OF CHARITY TRUSTEES

456

457 16.1 The Charity Trustees shall be responsible for the governance of the
458 Church and the fulfilment of the Purpose through its Activities acting
459 according to the will of God as discerned by the Church Members'
460 Meeting and subject to any specific or general directions of the
461 Church Members' Meeting in relation to the matters set out in clause
462 9.2.
463

464 16.2 The Charity Trustees should keep in an appropriate state of repair
465 and insure to their full value against fire and other usual risks all the
466 buildings of the Charity (except those where the responsibility is of a
467 third party where they shall use reasonable endeavours to ensure
468 that the third party does so). They must ensure that suitable public
469 liability and employer's liability insurance is in place.
470

471 17. PROCEEDINGS OF CHARITY TRUSTEES

472

³⁶ Clause 15.12.3 is offered as an option for use where the Church wants to avoid vacancies that might arise when there are a large number of candidates. Alternatively the Church may decide to hold a fresh election at a subsequent Church Members' Meeting to deal with unfilled vacancies. A tie would be unusual. The chairperson may also decline to choose between the two candidates in these circumstances. It could be difficult for an individual to delete a name in these circumstances.

- 473 17.1 Worship including prayer and the reading of Scripture shall be key
474 features of any meeting of the Charity Trustees whose leadership and
475 administration of the church shall be characterised as much by
476 mutual accountability, service, and pastoral care, as strategic thinking
477 and effective management.
478
- 479 17.2 The Charity Trustees shall determine when and how frequently they
480 shall meet provided that they shall convene meetings of the whole
481 group not less than once every two months.
482
- 483 17.3 The Charity Trustees shall determine a quorum for their full meetings
484 that shall not be less than two persons or half their number whichever
485 is the greater number.
486
- 487 17.4 Notwithstanding the joint and several responsibilities of all the Charity
488 Trustees and in addition to regular meetings of the whole group they
489 may meet in such sub-groups as are necessary and convenient.
490 Reports of such subgroup meetings must be made to the next full
491 Charity Trustees Meeting.
492
- 493 17.5 For matters requiring a decision the Charity Trustees shall, so far as
494 possible, seek consensus on all matters considered at their meetings
495 but where this is not possible a vote shall be taken and the outcome
496 recorded as the resolution of the Charity Trustees.
497
- 498 17.6 Each Charity Trustee shall have one vote to be exercised at the
499 meeting.
500
- 501 17.7 Every issue may be determined by a simple majority of votes cast at
502 a meeting of the Charity Trustees but if there is an equality of votes
503 on any matter the resolution will be considered rejected and the
504 matter shall be referred back to the submitter for review and if
505 appropriate resubmission to a subsequent meeting for consideration.
506
- 507 17.8 The Charity Trustees shall always act in accordance with the
508 provisions of this Constitution and the general law.
509
- 510 17.9 Subject to clause 9.3 the Charity Trustees shall act in accordance
511 with the specific directions of the Church Members' Meeting in
512 relation to matters relating to church property including any purchase,
513 sale, lease, mortgage or redevelopment of church property.
514
- 515 17.10 Minutes shall be prepared of the proceedings at the meetings of the
516 Charity Trustees including any appointments, the names of those
517 present, the decisions taken, and where appropriate the reasons for

518 the decisions and the Charity Trustees shall decide from time to time
519 whether all or part of these minutes shall be treated as confidential.

520
521 17.11 Charity Trustees shall respect the confidentiality of their meeting.
522

523 **18 POWERS OF CHARITY TRUSTEES**
524

525 18.1 The Charity Trustees shall have specific power subject to any general
526 or specific directions of the Church Members' Meeting to apply for
527 and accept grants and to provide security in respect of obligations
528 under grant agreements.
529

530 18.2 For the avoidance of doubt the Charity Trustees shall have power to
531 borrow money, receive grants, give guarantees and or security for
532 loans, and to make grants or loans of money towards the
533 advancement of the Purpose. In the event of a charge over land
534 and/or buildings being required this must be consistent with
535 provisions in the trusts for the land and with statute law.
536

537 18.3 For the avoidance of doubt the Charity Trustees shall have power to
538 make grants to other charities working elsewhere in the United
539 Kingdom and/or other parts of the world.
540

541 **19 APPLICATION OF INCOME AND CAPITAL**
542

543 The Charity Trustees must use the income and may use the capital
544 where trusts permit it to be spent to promote the Purpose provided
545 that the Charity Trustees may apply an appropriate reserves policy in
546 accordance with the general law.³⁷
547

548 **20 REMUNERATION OF CHARITY TRUSTEES**
549

550 20.1 With the exception only of a Minister or Ministers as authorised by
551 clause 23, or a remuneration permitted under clause 20.2 no Charity
552 Trustee (or any person, firm or company connected with the Charity
553 Trustee) may be paid or receive any other direct or indirect benefit for
554 being a Charity Trustee except the reimbursement of reasonable and
555 proper expenses and other payments permitted by statute or
556 specifically authorised by the Charity Commission.
557

558 20.2 Where it is proposed that a Charity Trustee (or person, firm or
559 company, connected with the Charity Trustee) is to be employed or
560 receive remuneration or sell goods or services or any interest in land

³⁷ The assets and income must only be applied towards achieving the Purpose. Sometimes charities benefit from separate capital funds that are subject to special restrictions or trusts. This needs to be checked carefully because using this capital may be subject to particular rules and limited to restricted uses.

561 to the Church and where this gains the approval of the Church
562 Members' Meeting then this shall be permitted only if:

- 563
- 564 ▪ the Charity Trustee or any person connected with the trustee
565 who may benefit directly or indirectly from the proposed
566 remuneration declares an interest in the proposal before
567 discussion on the matter begins;³⁸
- 568 ▪ absents himself or herself (or in the case of any connected
569 persons themselves) from any part of any meeting at which the
570 proposal is discussed and takes no part in any discussion of it
571 and is not counted in determining whether any such meeting is
572 quorate;
- 573 ▪ does not vote on the proposal;
- 574 ▪ the remaining Charity Trustees who do not stand to receive the
575 proposed benefit are satisfied that it is in the interests of the
576 Church to contract with or employ that Charity Trustee (or
577 connected person) rather than another independent person
578 and must record the reason for their decision in the minutes.
- 579 ▪ In reaching that decision the Charity Trustees must balance the
580 advantage of contracting with or employing a Trustee against
581 the disadvantage of doing so (especially the loss of the
582 Trustee's services as a result of dealing with the Trustee's
583 conflict of interest);
- 584 ▪ The Charity Trustees authorising the proposed transaction
585 comprise a majority of the Charity Trustees body and have not
586 received any such benefit.

587

588 **21 MINISTERS**

589

590 21.1 The Church may have a Minister or more than one Minister or no
591 Minister. Where a Minister is appointed it is expected that they will
592 become a Member of the Church.

593

594 21.2 A Minister of this Church shall accept the Beliefs being the Baptist
595 Union's Declaration of Principle.

596

597 21.3 Where the Church has a Minister she or he shall be in relationship
598 with the Baptist Union and the Association normally expressed by
599 being on the Baptist Union's register of Covenanted Persons
600 Accredited for Ministry.

601

602 21.4 The Minister, whether or not they are on the Register of Persons
603 Accredited for Ministry shall be supportive of the Church's
604 relationships with other Baptist Churches, the Association and the
605 Baptist Union.

³⁸ The statutory definition of a connected person can be found in the Charities Act 1993 Schedule 5.

606
607 21.5 The tasks fulfilled by Ministers will vary depending on individual ability
608 and gifting but a Minister is normally expected to be involved in the
609 Activities of the Church with an emphasis on the leading of worship
610 and prayer, the teaching of the Christian faith and the pastoral care of
611 individuals. The Minister shall work with the Church towards
612 achieving its Purpose through its Activities.³⁹
613

614 21.6 Notwithstanding any legal status afforded to a Minister by statute the
615 Church recognises that the Minister and the Church are in a
616 Covenant relationship based on Christian love and trust and mutual
617 accountability. A Minister shall be in a relationship of mutual
618 accountability with the other Charity Trustees and also with the
619 Church Members.
620

621 22 APPOINTMENT AND REMOVAL OF MINISTERS

622

623 22.1 When the Church is seeking to appoint a Minister it will normally
624 consult the appropriate staff within the Association before
625 commencing any appointment process and follow, so far as
626 practicable, the Baptist Union's procedures and recommended terms
627 for the settlement of Ministers.
628

629 22.2 A Minister will be appointed or removed by a resolution of the Church
630 Members at a Special Church Members' Meeting at any time.⁴⁰
631

632 22.3 Where a Special Church Members' Meeting is considering the
633 dismissal of a Minister the Minister shall be allowed to hear what is
634 said to the Church Members' Meeting and to correct any errors of fact
635 and offer any explanation of the circumstances or reasons for their
636 actions before withdrawing so that the Church Members' Meeting
637 may prayerfully and carefully consider whether the appointment
638 should be terminated.
639

640 22.4 The Church and the Minister shall normally agree 'terms and
641 conditions of appointment' including termination procedures based on
642 the standard terms of appointment published by the Baptist Union of
643 Great Britain.
644

645 23 REMUNERATION OF MINISTERS

646

³⁹ Any Minister serving the Church will by the nature of their work be a Charity Trustee.

⁴⁰ Many Baptist Churches would only call a Minister if the vote exceeded the two thirds required at a Special Church Members' Meeting, see clause 13.9 but also refer to clause 13.10. Churches contemplating the presentation of a resolution to remove a Minister should take appropriate legal advice and are advised to contact the Association.

647 Notwithstanding the fact that any Minister or Ministers appointed by
648 the Church are Charity Trustees they will be entitled to be paid an
649 agreed and reasonable remuneration or stipend out of the funds of
650 the Church.

651
652 **24 PASTORAL VACANCIES AND THE APPOINTMENT OF A**
653 **MODERATOR**

654
655 When there is no appointed Minister the Church Members' Meeting
656 may appoint a person who is a Church Member or a member of
657 another Baptist Church to be the Moderator (but if they do not do so
658 then the Association may make an appointment of a suitable person)
659 who will hold this office until a new Minister is appointed or until they
660 resign or are released or dismissed by the Church Members'
661 Meeting.⁴¹

662
663 **25 FINANCE**

664
665 25.1 The Charity Trustees are jointly and severally responsible for the
666 financial administration of the Church.

667
668 25.2 Once in each year the Charity Trustees shall present a budget of
669 subsequent year's projected income and expenditure at a convenient
670 Church Members' Meeting.

671
672 **26 RECORD KEEPING AND ACCOUNTING**

673
674 26.1 The Church's annual financial year will run from 1 April to 31 March.

675
676 26.2 Financial statements of all Church organisations that form part of the
677 Activities shall be presented to the Charity Trustees and incorporated
678 into the Church's financial statements.

679
680 26.3 A statement of the Church Accounts (audited or independently
681 examined as required by law) shall be received by the Church
682 Members' Meeting.

683
684 26.4 Financial Records, annual reports and statements of account relating
685 to the Church for the previous six years must be available for
686 inspection by any Charity Trustee.

687

⁴¹ A Moderator is a facilitator whilst there is a pastoral vacancy and will usually chair meetings of the Charity Trustees and Church Members' Meetings as determined locally according to need and circumstances. It is strongly recommended that the Moderator be appointed in consultation with the Association. They do not need to become a Member of this Church. The Moderator will not be a Charity Trustee unless they fulfil the responsibilities of a Charity Trustee.

688 26.5 The law requires Charity Trustees to make the annual report and
689 accounts available to any person who requests these. The Charity
690 Trustees may make a reasonable charge to cover the administration
691 costs of meeting this request.
692

693 27 **CONSTITUTION**

694
695 27.1 A copy of this Constitution will be made available to Church Members
696 and to every applicant for membership with the intention that every
697 Member shall be informed about the organisation of the Church and
698 be enabled to participate in the life of the Church and in Church
699 Members' Meetings.
700

701 27.2 No amendment may be made to this Constitution that would have the
702 effect of making the Charity cease to be a charity at law.
703

704 27.3 Subject to clauses 27.4 and 27.5 this Constitution may be altered
705 only by a resolution of a Special Church Members' Meeting.
706

707 27.4 No amendment may be made to clause 20.2 or 28.2 without the prior
708 written permission of the Charity Commission.
709

710 27.5 Notwithstanding the provisions 27.3 and 27.4 a resolution of a
711 Special Church Members' Meeting altering clauses 2, 3, 5, 7.5, 8.1,
712 9.1, 9.2, 15.2, 15.11, 27.3 or 28.1 shall have no legal effect unless
713

714 (a) at least 6 months before the Special Church Members' Meeting at
715 which the resolution is considered, or such shorter period as may be
716 agreed in writing by each of the bodies referred to in clause 5.1, the
717 Church shall have given to those bodies written notice of the wording
718 of the resolution and
719

720 (b) the Church has afforded to those bodies reasonable opportunities,
721 if those bodies so require, for enabling representatives of those
722 bodies to meet representatives of the Church, to make
723 representations to the Church Members' Meeting, and to consider
724 with the Church whether the proposed resolution might be withdrawn,
725 amended or replaced by a different resolution.⁴²
726

727 28 **CLOSURE**

728

⁴² The period of 6 months can be shortened with consent, if there is a non-controversial amendment. It also allows for a shortened consultation period where a revised or new resolution is proposed after consultation, avoiding the need for a further period of 6 months to elapse before the resolution can be brought for approval to a Special Church Members' Meeting.

- 729 28.1 If the Church resolves to close it shall notify the Baptist Union of
730 Great Britain and the Baptist Association.⁴³
731
- 732 28.2 If the Church shall resolve to close or shall cease to meet for worship
733 for at least six months the assets of the Church, after the satisfaction
734 of debts and liabilities (not being property assets subject to separate
735 trusts) shall be applied for Christian charitable purposes as decided
736 by a Special Church Members' Meeting or, failing decision in that
737 way, as decided by the Association and notified to the Union.
738
- 739 28.3 The Charity Trustees of Churches that are registered charities shall
740 notify the Charity Commission of any closure or dissolution.
741
- 742 28.4 The property assets shall be dealt with by the holding trustees in
743 accordance with the property trusts.
744
- 745
746
- END OF CONSTITUTION
April 2009

⁴³ Churches are strongly encouraged to seek advice and help from their Association or the Baptist Union before closure so that all possible means of continuing or restructuring their work can be explored.

Appendix A

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The Church's ten particular beliefs as set out in its original 1868 trust deed are:

- 1 The divine inspiration of holy scripture with sole authority and entire sufficiency as the rule of faith and practice.
- 2 The unity of God with the proper deity of the Father, the Son, and the Holy Ghost.
- 3 The universal and total depravity of man in the sight of God and his exposure to eternal death as the wages of sin.
- 4 The incarnation of the Son of God and the sufficiency of His atonement for sin and free justification alone in Him.
- 5 The absolute necessity for the Spirit's grace and power for man's regeneration and sanctification.
- 6 The predestination according to God's purpose of a multitude whom no man can number unto eternal salvation, which in no way interferes with the use of means or man's responsibility.
- 7 The immutable authority of the Law of God as the rule of human conduct.
- 8 The immortality of the soul.
- 9 The resurrection of the dead.
- 10 The final judgment when the wicked shall go away into everlasting punishment and the righteous into life eternal.