

**THE COUNCIL OF CHURCHES
IN NEW SOUTH WALES**

ABN 24 348 552 048



CONSTITUTION

Adopted 6th October, 2015.

**THE COUNCIL OF CHURCHES
IN NEW SOUTH WALES**

CONSTITUTION

**ADOPTED AT A
SPECIAL MEETING
OF THE COUNCIL**

**ON
TUESDAY, OCTOBER 6, 2015**

**IN THE CONFERENCE ROOM
CHURCH MISSIONARY SOCIETY,
LEVEL 5, 51 DRUITT STREET,
SYDNEY**

**AT
2.15PM**

BACKGROUND

This proposed Constitution arose from a meeting of church representatives convened by former Archbishop of Sydney, the Most Rev Dr Peter Jensen in June 2013.

A draft Constitution setting our proposed changes to the NSW Council of Churches Constitution was considered by a meeting of the Council on April 7, 2015.

It was then considered by a meeting of Heads of Churches in May 2015 and again by a meeting of the Council chaired by the Honorary President of the Council, the Archbishop of Sydney, the Most Rev Dr Glenn Davies on 2nd June, 2015.

Following this meeting the draft was submitted to the Heads of the Constituent Churches to be considered by their governing bodies with a request that they respond indicating their approval or otherwise by the end of August. Advice was received from all the current constituent churches indicating their 'in principle' acceptance.

The Constitution, was then approved by a meeting of the Council of Churches in NSW on October 6, 2015 held before the Special General Meeting.

In accordance with the then current Constitution of the Council of Churches in NSW (as amended 4th August 1998) the new Constitution was presented to a Special General Meeting of the Council held on October 6, 2015 when the following resolution was passed -

‘That as from the date of registration by the Department of Fair Trading the constitution of the Council of Churches in NSW dated 4th August, 1998 be rescinded and the Constitution annexed hereto and marked “Annexure 1, Pages 3-24” for identification together with any amendments required by the Department of Fair Trading be substituted therefor and adopted as the Constitution of the Council of Churches in NSW’.

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THE COUNCIL OF CHURCHES IN NEW SOUTH WALES INCORPORATED

Constitution

Under the Associations Incorporation Act 2009 (NSW)

Part 1 – Preliminary

1. Title

- (1) The name of the Council is “The Council of Churches in New South Wales Incorporated”.
- (2) The Council may also be also described as “The NSW Council of Churches”.

2. Definitions

- (1) In this Constitution:

Board means the body referred to in Part 5.

Constituent Church means a church which is a Constituent Church under Part 3.

Director-General means the Director-General of the Department of Services, Technology and Administration.

Executive means the body referred to in Part 6.

Executive Director means the office bearer referred to in clause 18(3).

President means the office-bearer referred to in clause 14.

Secretary means office bearer referred to in clause 20.

The Act means the *Associations Incorporation Act 2009*.

The Regulation means the *Associations Incorporation Regulation 2010*.

(2) In this Constitution:

- (a) a reference to a function includes a reference to a power, authority and duty; and
- (b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty; and
- (c) the term “Council” has the same meaning as “association” for the purpose of the Act and Regulations.

(3) The provisions of the Interpretation Act 1987 apply to and in respect of this Constitution in the same manner as those provisions would so apply if this Constitution were an instrument made under the Act.

Part 2 – Objects

3. Object

The object of the Council is to advance the cause of evangelical Christian faith in the State of New South Wales by:

- (a) building a strong partnership of belief, purpose and action among Constituent Churches;
- (b) promoting the application of the Christian gospel in personal, social and structural contexts;
- (c) defending the right to proclaim and live out the Christian gospel;
- (d) advocating for social transformation in keeping with the Christian gospel;
- (e) supporting strategies for evangelistic outreach, mission and ministry;
- (f) engaging with all aspects of the political process, key stakeholder and community groups to pursue godly reform on public issues.

Part 3 – Constituent Churches

4. Constituent Churches

- (1) Subject to this clause 4, the Constituent Churches of the Council comprise:
 - (a) the Anglican Church of Australia in the Diocese of Sydney;
 - (b) the Presbyterian Church of Australia in the State of New South Wales;
 - (c) The Baptist Union of New South Wales;
 - (d) the Churches of Christ in New South Wales;
 - (e) The Salvation Army;
 - (f) the Fellowship of Congregational Churches;
 - (g) Christian Reformed Churches of Australia (Classis New South Wales);

and such other churches as may be admitted under subclause (2).

- (2) Any church desiring to become a Constituent Church may apply in writing to the Council and will be admitted as a Constituent Church upon the unanimous agreement of the members of the Board.
- (3) Any Constituent Church desiring to withdraw from the Council may do so by notifying the Council in writing.
- (4) A church will cease to be a Constituent Church if, having been given the opportunity to show cause at a meeting of the Board convened to consider this matter, the members of the Board (excluding those members representing the Constituent Church in question) unanimously agree to remove the church as a Constituent Church by reason of:

- (a) the doctrine, public pronouncements or any other action of the church not being compatible with its remaining as a Constituent Church; or
- (b) the church failing to remedy any defect in its financial obligations to the Council within 30 days of written notification of the defect by the Secretary or Treasurer of the Council.

Part 4 – Membership

5. Membership generally

- (1) The Council is comprised of a Board and an Executive.
- (2) The members of the Board and the members of the Executive together comprise the membership of the Council.

6. Cessation of membership

If a member of the Council ceases to be a member, the Secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

7. Membership entitlements not transferable

A right, privilege or obligation which a person has by reason of being a member of the Council is not capable of being transferred or transmitted to another person, and terminates on cessation of the person's membership.

8. Register of members

- (1) The public officer of the Council must establish and maintain a register of members of the Council specifying the name and postal or residential address of each person who is a member of the Council together with the date on which the person became a member.
- (2) The register of members must be kept in New South Wales:

- (a) at the main premises of the Council; or
 - (b) if the Council has no premises, at the Council's official address.
- (3) The register of members must be open for inspection, free of charge, by any member of the Council at any reasonable hour.
- (4) A member of the Council may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- (5) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection that information must not be made available for inspection.
- (6) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
- (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the Council or other material relating to the Council; or
 - (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

9. Fees and subscriptions

- (1) The Board may set a membership fee to be paid by each Constituent Church on behalf of its members on the Council
- (2) Unless approved by the Executive, there shall be no refund in whole or part of a membership fee paid by a Constituent Church on account of the Constituent Church withdrawing from the Council under clause 4(3).

10. Constituent Church liability

The liability of a Constituent Church on behalf of its members on the Council to contribute towards the payment of the debts and liabilities of the Council or the costs, charges and expenses of the winding up of the Council is limited to the amount, if any, due but unpaid by the Constituent Church under clause 9.

11. Resolution of disputes

A dispute between a member and another member (in their capacity as members) of the Council, or a dispute between a member or members and the Council, may be mediated by the President, but if thereafter it remains unresolved, or the dispute involves the President, a general meeting of the Council may be convened by any two members of the Board to resolve the dispute.

12. Disciplining of members

Each Constituent Church is responsible for exercising discipline in relation to its members on the Council in such manner as it thinks fit.

Part 5 – The Board

13. Membership

The members of the Board shall consist of the Head of each Constituent Church.

14. President

- (1) The Archbishop of the Anglican Church of Australia in the Diocese of Sydney shall be the President of the Council and Chair of the Board for so long as the Anglican Church of Australia in the Diocese of Sydney is a Constituent Church.
- (2) If the Anglican Church of Australia in the Diocese of Sydney is not a Constituent Church, the President and Chair of the

Board shall be the Head of a Constituent Church nominated at a general meeting convened to consider this matter for such term as shall be decided by that or a subsequent general meeting.

15. Office-bearers

- (1) The Secretary of the Council is the Secretary of the Board.
- (2) The Board may elect such other office-bearers from among its membership as it sees fit for the conduct of its business.
- (3) The Board shall ensure that appropriately qualified/ experienced persons are nominated for Secretary and Treasurer to the Annual General Meeting or for any casual vacancy.

16. Policy and public pronouncements

- (1) All matters of the Council's policy shall be decided by the Board.
- (2) The Executive is to implement any policy decided by the Board and is to exercise its functions and powers under this Constitution in accordance with such policies.
- (3) No public pronouncement shall be made on behalf of the Council that is contrary to the Board's media policy or unless it is otherwise approved by the Board.

Part 6 – The Executive

17. Powers

Subject to the Act and the Regulation, the Executive:

- (a) is to control and manage the affairs of the Council; and
- (b) may exercise all such functions as may be exercised by the Council; and
- (c) has power to perform all such acts and do all such things as appear to the Executive to be necessary or desirable for the proper management of the affairs of the Council,

except to the extent that those functions or powers are required by this Constitution to be exercised by the Board or by the Council in general meeting.

18. Composition and membership

- (1) The Executive is to consist of the office-bearers and one representative member appointed by each Constituent Church for a period of 3 years in such manner as the governing body of each Constituent Church may determine. A representative member is eligible for re-election, subject to a maximum of 3 consecutive terms.
- (2) The office-bearers of the Executive, are as follows:
 - (a) the Executive Director;
 - (b) the Council Treasurer; and
 - (c) the Council Secretary, who shall be the public officer.
- (3) The Board is to appoint an Executive Director to be the Chair of the Executive for a renewable term of three years, and has power to remove and replace the Executive Director as and when it may see fit to do so.
- (4) The Treasurer and the Secretary are to be elected at the annual general meeting of the Council and may be removed by the Council in a general meeting and, subject to this Constitution, otherwise hold office until the conclusion of the annual general meeting following the date of the member's election, at which time they are eligible for re-election. The Treasurer and Secretary may also be appointed representatives of their respective Constituent Churches.
- (5) An Executive member may hold up to 2 offices.
- (6) An office-bearer of the Executive ceases to hold office upon ceasing to be a member of the Executive.

19. Election of Secretary and Treasurer

- (1) Nominations of candidates for election as the Secretary or Treasurer of the Council:
 - (a) must be made in writing, signed by a member of the Council and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and
 - (b) must be delivered to the Secretary of the Council at least 7 days before the date fixed for the holding of the annual general meeting or other general meeting at which the election is to take place.
- (2) If no nomination is received to fill the position of Secretary or Treasurer pursuant to clause 19(1), further nominations may be received at the general meeting.
- (3) If no further nomination is received, any remaining vacancy in the position of Secretary or Treasurer is taken to be a casual vacancy.
- (4) If one nomination is received for the position of Secretary or Treasurer, the person nominated is taken to be elected.
- (5) If more than one nomination is received for the position of Secretary or Treasurer, a ballot is to be held.
- (6) The ballot for the election of the Secretary and the Treasurer is to be conducted at the annual general meeting of the Council in such usual and proper manner as the Executive may direct.

20. Secretary

- (1) The Secretary of the Council must, as soon as practicable after being appointed as Secretary, lodge notice with the Council of his or her address.
- (2) It is the duty of the Secretary to:

- (a) maintain a register of the Constituent Churches and the names and addresses of members of the Council;
 - (b) maintain a register of the office-bearers of the Council;
and
 - (c) keep minutes of all proceedings at Board, Executive and general meetings including the names of members present at such meetings.
- (3) Minutes of proceedings at a meeting must be signed by the person who chaired the meeting or by the person who chairs the next succeeding meeting of the relevant body.

21. Treasurer

It is the duty of the Treasurer of the Council to ensure that:-

- (a) all money due to the Council is collected and received, and that all payments authorised by the Council are made;
- (b) correct books and accounts are kept showing the financial affairs of the Council, including full details of all receipts and expenditure connected with the activities of the Council;
- (c) a written financial statement is presented to each meeting of the Council, Board and Executive Committee and an audited financial statement is presented to the Annual General Meeting; and
- (d) funds not immediately required are invested in accordance with decisions of the Council.

22. Meetings of Board and Executive

- (1) The Board must meet at least one time in each period of 12 months at such place and time as it may determine. Additional meetings of the Board may be convened by the President or by any 3 members of the Board with voting rights. The Executive Director shall normally be invited to attend meetings of the Board.

- (2) The Executive must meet at least 4 times in each period of 12 months at such place and time as it may determine. Additional meetings of the Executive may be convened by the Chair or by any 3 members of the Executive.
- (3) Oral or written notice of a meeting must be given by the Secretary to each member of the relevant body at least 48 hours (or such other period as may be unanimously agreed on by the members of the relevant body) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subclause (3) must specify the date, time and place of the meeting and the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the members of the relevant body present at the meeting unanimously agree to treat as urgent business.
- (5) One half of the members of the relevant body entitled to be present at a meeting constitute a quorum for the transaction of the business of a meeting of that body.
- (6) No business is to be transacted unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the Board, the President or, in the President's absence, such other member as may be chosen by the members present at the meeting, is to chair the meeting. At a meeting of the Executive, the Executive Director or, in the Executive Director's absence, such other member as may be chosen by the members present at the meeting, is to chair the meeting.

- (9) The Board and Executive shall otherwise each have power to make, alter and repeal standing orders for the proper conduct of their meetings and management of their respective affairs.

23. Meetings – use of technology

- (1) A meeting of the Board, Executive or a sub-committee of either may be held by the respective members of such body communicating with each other by any technological means by which they are able simultaneously to hear each other and to participate in discussion.
- (2) The members need not all be physically present in the same place for a meeting to be held.
- (3) A member who participates in a meeting held in accordance with this clause is taken to be present and entitled to vote at the meeting.

24. Resolutions without a meeting

- (1) If three-quarters of the members who are eligible to vote on a resolution of the Board, Executive or a sub-committee of either have signed a document containing a statement that they are in favour of a resolution of the respective body in terms set out in the document, then a resolution in those terms is taken to have been passed at a meeting of that body held on the day on which the document was last signed by a member.
- (2) For the purposes of clause 24(1):
- (a) two or more identical documents, each of which is signed by one or more members, together constitute one document signed by those members on the days on which they signed the separate documents; and
- (b) an electronic message, whether a facsimile, email or otherwise, which is received by the Secretary on behalf of the relevant body and expressed to have been sent by a member is to be taken up to be a document signed by that member at the time of its receipt.

- (3) The minutes of meetings of the respective bodies must record that a resolution was passed in accordance with this clause.
- (4) This clause does not apply to special resolutions.

25. Delegation to sub-committees

- (1) The Board and the Executive may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the relevant body as it thinks fit) the exercise of such of the functions of the relevant body as are specified in the instrument, other than:
 - (a) this power of delegation, and
 - (b) a function which is a duty imposed on the relevant body by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Despite any delegation under this clause, the relevant delegating body may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the relevant delegating body.
- (6) The relevant delegating body may, by instrument in writing, revoke wholly or in part any delegation under this clause.

(7) A sub-committee may meet and adjourn as it thinks proper.

26. Voting and decisions

- (1) Questions arising at a meeting of the Board, the Executive or of any sub-committee are to be determined by a majority of the votes of members of the present at the relevant meeting.
- (2) Each member present at a meeting of the Board, the Executive or of any sub-committee (including the person presiding at the meeting) is entitled to one vote. In the event of an equality of votes on any question, the motion lapses.
- (3) Subject to the requirement for a quorum being met, the Board and the Executive may act despite any vacancy in their membership.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Board, the Executive or by a sub-committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the relevant body.

Part 7 – General meetings

27. Annual general meeting

- (1) The Council must hold its annual general meeting:
 - (a) within 6 months after the close of the Council's financial year; or
 - (b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.
- (2) The annual general meeting of the Council is, subject to the Act and to clause 27(1), to be convened on such date and at such place and time as the Executive, with the concurrence of the President, thinks fit.

- (3) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
- (a) to confirm the minutes of the last preceding annual general meeting and of any other general meeting held since that meeting;
 - (b) to receive from the Board and/or the Executive reports on the activities of the Council during the last preceding financial year;
 - (c) to elect the Secretary and Treasurer of the Council;
 - (d) to receive and consider any financial statement or report required to be submitted to members under the Act; and
 - (e) to appoint an Auditor in accordance with clause 45.
- (4) An annual general meeting must be specified as such in the notice convening it.

28. Convening other general meetings

The Executive or the President may, whenever it or he thinks fit, convene a general meeting of the Council.

29. Notice of general meetings

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Council, the Secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Council, in accordance with clause 34, the Secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under

subclause (1), the intention to propose the resolution as a special resolution.

- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting unless in the case of an annual general meeting, it is business which may be transacted under clause 27(3).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

30. Quorum for general meetings

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this Constitution to vote is present during the time the meeting is considering that item.
- (2) Five members present (being members entitled under this Constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) are to constitute a quorum.

31. Chairing general meetings

- (1) The President is to chair each general meeting of the Council.
- (2) If the President is absent or unwilling to act, the members present must elect one of their number to chair the meeting.

32. Adjournment

- (1) The person chairing a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the Secretary must give written or oral notice of the adjourned meeting to each member of the Council stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in subclauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

33. Making of decisions

- (1) A question arising at a general meeting of the Council is to be determined by either:
 - (a) a show of hands; or
 - (b) a written ballot, if on the motion of the person chairing the meeting, the meeting resolves that the question should be determined by a written ballot or upon the request of 5 or more members present at the meeting.

- (2) If the question is to be determined by a show of hands, a declaration by the person chairing the meeting that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Council, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the person chairing the meeting.

34. Special resolutions of the Council

- (1) Notice of intention to propose a resolution as a special resolution shall be given in writing to the Secretary at least twentyeight days before the meeting of the Council at which is proposed that the special resolution be considered;
- (2) The Secretary must ensure that twenty-one days written notice of the proposed special resolution is given to each member of the Council,
- (3) A special resolution may only be passed by the Council by a majority of seventy-five percent of members present and voting,
- (4) A record of special resolutions passed by the Council shall be kept in a designated place in the Minute Book, and
- (5) Twenty-one days notice in writing is required to be given to the members of the Council to amend or delete a special resolution.

35. Voting

- (1) On any question arising at a general meeting of the Council a member has one vote only.
- (2) In the case of an equality of votes on a question at a general meeting, the motion lapses.

(3) A member is not entitled to vote at any general meeting of the Council if the member is under 18 years of age.

36. Proxy and postal votes

Proxy voting and postal votes are not permitted at or in respect of a general meeting.

Part 8 – Not-for-Profit

37. Use of assets and income

The assets and income of the Council shall be applied solely in furtherance of its above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the Council except as bona fide compensation for services rendered or expenses incurred on behalf of the Council.

38. Dissolution

In the event of the Council being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes which is not carried on for the profit or gain of its individual members in accordance with a special resolution of the Council, and subject to the approval of the Director-General.

Part 9 – Miscellaneous

39. Insurance

The Council shall effect and maintain adequate and appropriate insurance. .

40. Funds.

(1) Sources of Funds

The funds of the Council are to be derived from (a) Annual Membership fees payable by each of the Constituent churches, (b) income from investments held by the Council,

(c) donations, and (d) such other sources as the Council in general meeting shall determine.

(2) Funds management

(a) All monies received by the Council must be deposited intact to the credit of the Council's bank or other authorised deposit taking institution.

(b) The Treasurer must, as soon as possible, upon receiving a donation, issue an appropriate receipt.

(c) Subject to any resolution passed by the Council in general meeting, the funds of the Council are to be used in pursuance of the objects of the Council in such manner as the Executive determines.

(3) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the Executive or employees of the Council, being members or employees authorised to do so by the Executive.

41. Change of name, objects and Constitution

(1) This Constitution may be altered, rescinded or added to by –

(a) a special resolution passed by three-quarters of the members of the Council present and voting at a meeting called for the purpose of which twentyone days written notice specifying the intention to propose the resolution as a special resolution is given to each member of the Council, or

(b) where it is made to appear to the Director General that it is not practicable for the resolution to be passed in the manner specified in paragraph (a) above, if the resolution is passed in a manner specified by the Director General,

(2) An application to the Director-General for registration of a change in the Council's name, objects or Constitution is to be made by the public officer or an Executive member.

42. Custody and inspection of books etc

Except as otherwise provided by this Constitution, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the Council.

- (1) The following documents must be open to inspection, free of charge, by a member of the Council at any reasonable hour:
 - (a) records, books and other financial documents of the Council,
 - (b) this Constitution,
 - (c) minutes of all Executive meetings and general meetings of the Council.
- (2) A member of the Council may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee of not more than \$1 for each page copied.

43. Service of notices

- (1) For the purpose of this Constitution, a notice may be served on or given to a person:
 - (a) by delivering it to the person personally, or
 - (b) by sending it by pre-paid post to the address of the person, or
 - (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
- (2) For the purpose of this Constitution, a notice is taken, unless the contrary is proved, to have been given or served:
 - (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and

- (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
- (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

44. Financial year

The financial year of the Council is each period of 12 months after the expiration of the previous financial year of the Council commencing on 1 May and ending on the following 30 April.

45. Audit

The financial statements of the Council shall be audited by an independent registered company auditor as defined in the Corporations Act 2001.

46. 2CH, Council and CCB Legal and Operational Relationship

- (1) As the original licence holder of radio station 2CH in Sydney, the Council:
 - (a) Affirms the strategic ministry importance of the Agreement dated 20/2/1995 between NSW Council of Churches Broadcasters Pty Limited [ABN 75 003 372 030] (CCB) and the owners of 2CH, that grants agreed air-time for broadcasting Christian content on 2CH, and
 - (b) Recognises CCB as the vehicle for executing that ministry in trust on behalf of the Council, as described and regulated in the Deed dated 2/8/2011 between the various denominational church shareholders of CCB and the Council.

47. Other matters

Any matter not referred to in this Constitution shall be dealt with by reference to the Associations Incorporation Act Regulations in 2 Definitions (1).

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