

Kirkintilloch Baptist Church

Constitution

Adopted on:	28 November 2007	Signature David Gordon (chair)
Updated	1 May 2021	Signature Mark Fyfe (chair)
Updated	12 January 2023	Signature Mark Fyfe (chair)

1. Adoption of the Constitution

The Church and its property will be administered and managed in accordance with the provisions of this Constitution.

2. Name

The Church is to be called Kirkintilloch Baptist Church.

3. Objects

The Church's objects (the Objects) are the advancement of the Christian faith primarily in Kirkintilloch and Lenzie and surrounding areas, and also throughout Scotland and the rest of the world by all means consistent with the teachings of the Christian Bible including worship, ministry, mission, prayer, witness, education, community service and the support of agencies and individuals and other charitable organisations involved in Christian missionary work and the relief of poverty or other social needs.

4. Powers

In pursuance of the Objects set out in clause 3 (but not otherwise), the Church shall have the following powers:

- a) To carry on any other activities which further any of the Objects.
 - b) To purchase, take on lease, hire, or otherwise acquire, any property or rights which are suitable for the Church's activities.
 - c) To improve, manage, develop, or otherwise deal with, all or any part of the property and rights of the Church.
 - d) To sell, let, hire, license, or otherwise dispose of, all or any part of the property and rights of the Church.
 - e) To borrow money, and to give security in support of any such borrowings by the Church.
 - f) To employ such staff as are considered appropriate for the proper conduct of the Church's activities, and to make reasonable provision for the payment of pension and/or other benefits for members of staff, ex members of staff and their dependants.
 - g) To engage such consultants and advisors as are considered appropriate from time to time.
 - h) To effect insurance of all kinds (which may include Trustees' liability insurance).
 - i) To invest any funds which are not immediately required for the Church's activities in such investments as may be considered appropriate (and to dispose of, and vary, such investments).
 - j) To liaise with other voluntary sector bodies, local authorities, UK or Scottish government departments and agencies, and other bodies, all with a view to furthering the Objects.
 - k) To establish and/or support any other charitable body, and to make donations for any charitable purpose falling within the Objects.
 - l) To form any charitable company with similar objects to those of the Church, and if
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- considered appropriate, to transfer to any such company (without payment being required from the company) the whole or any part of the Church's assets and undertaking.
- m) To take such steps as may be deemed appropriate for the purpose of raising funds for the Church's activities.
 - n) To accept grants, donations, and legacies of all kinds.
 - o) To do anything which may be incidental or conducive to the furtherance of any of the Objects.

5. Amendments

Any provision contained in this Constitution may be amended provided that:

- a) A resolution is passed by not less than two thirds of those present and voting at a Church meeting called for the purpose by special intimation from the pulpit on two preceding Sundays.
- b) No amendment may be made that would have the effect of making the Church cease to be a Church at law.
- c) The notice of the Church meeting includes notice of the resolution setting out the terms of the amendment proposed.
- d) The Trustees keep a copy of any such amendment with this Constitution.
- e) Consent to the amendment is obtained from the Office of the Scottish Charity Regulator (OCSR) if required.
- f) Any member desiring to move an alteration to the Constitution shall intimate the terms of the motion in writing to the Chairman of the Elders to be presented at a Church meeting as Notice of Motion. The matter shall be considered at the following Church meeting.

6. Operation of Accounts and Holding of Property

- a) All heritable properties of the Church shall be held on behalf of the Church by the Trustee Management Committee.
- b) The Church and its property shall be managed and administered by the Church Council (Elders and Deacons) elected in accordance with this Constitution.
- c) The signature(s) of the signatory or signatories appointed by the Church Council (Elders and Deacons) shall be required in relation to all operations (other than lodgement of funds) on the bank accounts held by the Church. If there is only one signatory, then at least one of the signatories must be a Trustee. Items of expenditure exceeding 400 pounds sterling (£400) must be specifically authorised by the Deacons unless made in implementation of a budget or other decision approved by the Church.

7. Accounting Records and Annual Accounts

- a) The Trustees shall ensure that proper accounting records are maintained in accordance with all applicable statutory requirements.
- b) The Trustees shall ensure that the annual accounts are prepared, complying with all relevant statutory requirements: that regular annual audits of such accounts shall be carried out by a qualified auditor.

8. Financial Year

The Church's financial year shall end on 31 January.

9. Trustees and Church Council

- a) The Trustees shall be the accredited Ministers, the Treasurer, the Church Operations Manager, the Elders, the Deacons, and one other Church member.
 - b) The Trustee Management Committee shall normally be two members of the Ministry
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- Team, the Treasurer, the Chairman of the Elders, the Chairman of the Deacons, and the other Church member [mentioned in 9a above].
- c) The Ministers and [the members of the] Trustee Management Committee shall have been baptised as believers.
 - d) The Church Council is composed of the Ministers, Elders, and Deacons.
 - e) The Church Council shall conduct the business of the Church.

10. Church Governance and Baptism

- a) The congregation shall be of a congregational order in its form of church government and is in membership with the Baptist Union of Scotland ("the Union") to whose Declaration of Principle (the text of which appears in the Appendix to this Constitution) the Church subscribes, recognising Jesus Christ as its Supreme Head, and managing its own affairs according to the Scriptures, under the guidance of the Holy Spirit.
- b) The Ordinance of Baptism be administered to believers and this would normally be baptism by immersion.

11. Membership

- a) Membership will be open to all those who have professed repentance toward God and faith in Jesus Christ as Saviour and Lord; baptism would normally be regarded as testimony to this.
- b) Applicants for membership will be interviewed by two members who shall present a report to the Church. If the report be deemed satisfactory, they shall, upon the agreement of the Church, be received into fellowship.
- c) The Ordinance of the Lord's Supper will be open to all who love our Lord Jesus Christ and are seeking to live in fellowship with their fellow believers.
- d) A copy of the Constitution will be given to each member and to all applicants for membership.
- e) Members will be expected to attend Church regularly, contribute financially to the church in a regular way and engage in some form of Christian service in accordance with their talents and gifts. They should also be encouraged to belong to a "small group" which meets regularly for prayer and fellowship. Maintaining the spirit of Christian love and unity, they should live consistently as befits those who name the Name of Christ. Should there be any concern about the conduct of a member, the matter shall be considered by the Ministers and Elders.
- f) Should members fail to fulfil their obligations over an extended period of time they shall be visited (or contacted otherwise if visitation is impractical) by appointees of the Church leadership with a view to reviewing their membership. Should the situation remain unchanged the Elders may recommend to the Church meeting the removal of such persons from the Church's membership.
- g) All matters private to the Church shall be treated by members as strictly confidential.

12. Liability of members

- a) The members of the Church have no liability to pay any sums to help meet the debts (or other liabilities) of the Church if it is wound up; accordingly, if the Church is unable to meet its debts, the members will not be held responsible.
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- b) The Trustees have certain legal duties under charity law, currently the Charities and Trustee Investment (Scotland) Act 2005; and clause 12 (a) above does not apply to any personal liabilities they might incur if they are in breach of those duties.

13. Trustees not to have a personal interest

- a) A Trustee who has a personal interest in any transaction or arrangement which the Church is proposing to enter into, must declare that interest at a Church meeting; he/she will be debarred from voting on whether or not the Church should enter into that transaction or arrangement.
- b) Provided he/she has declared his/her interest - and has not voted on the question of whether the Church should enter into the relevant arrangement - a Trustee will not be debarred from entering into an arrangement with the Church in which he/she has a personal interest and may retain any benefit which he/she gains from his/her participation in that arrangement.

14. Remuneration

Any remuneration paid to a Church Trustee must satisfy the criteria laid down in charity law, currently Section 67 of the Charities and Trustee Investment (Scotland) Act 2005.

15. Election of Church Council (Elders and Deacons)

The Elders shall consist of a minimum of eight members plus the Ministers. The Team Leader/Senior Pastor plus the Chair of the Elders shall be male. The Deacons shall consist of a minimum of eight members. These numbers may be increased by the Church Meeting to reflect the changing nature of the fellowship. All the elected Elders and the Deacons shall retire every five years.

The procedure for election shall be as follows:

- (a) A notice of election shall be given by special intimation on three consecutive Sundays, commencing at least eight weeks before the date of the election.
 - (b) A list of all members who have been in membership for at least one year will be drawn up. This will be circulated to the entire membership.
 - (c) From this list, each member will be invited to nominate those they wish to serve as Elders and Deacons, and to write their names on the form provided.
 - (d) Everyone receiving ten or more nominations for Elder or Deacon be invited to communicate with the Minister(s) to discuss the implications of being elected. This will include determining their ability to serve as a Trustee within the terms of charity law, currently the Charities and Trustee Investment (Scotland) Act 2005. After a period of reflection, lists will be drawn up of those willing to serve as either Elders or Deacons.
 - (e) All Church members shall be furnished with a ballot paper containing two lists, one for the election of Elders and the other for the Election of Deacons. They may indicate those persons they wish to serve up to the numbers given on the voting paper. The completed papers shall be returned within two weeks.
 - (f) Any candidate not receiving the support of at least ten per cent of the number of members voting shall be eliminated from the election.
 - (g) Four members of the Church who are not candidates or relatives shall be appointed to act as scrutineers. The successful candidates for the Elders and the Deacons shall be notified and the Church informed.
 - (h) Any vacancies which may occur in the Elders or the Deacons during the five year period may be filled by election or co-option at the discretion of the body which has the vacancy. This is subject to the proposed new Elder or Deacon not being prevented to serve as a
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- Trustee within the terms of charity law, currently the Charities and Trustee Investment (Scotland) Act 2005.
- (i) In the event of the Treasurer resigning, an intimation shall be made to the Church Council which will then proceed to make a recommendation to the Church Meeting regarding a successor. This is subject to the proposed new Treasurer not being prevented to serve as a Trustee within the terms of charity law, currently the Charities and Trustee Investment (Scotland) Act 2005.

16. Church Meetings

- a) All Church Meetings will be chaired either by one of the Ministers or by an appointee of the Elders.
 - b) A Church meeting may be where members attend entirely virtually or in a hybrid format, at which some participants are attending the meeting in person and others are attending virtually. Where arrangements have been made for virtual attendance, a person attending a meeting virtually shall have the same rights to receive notice, speak, vote and otherwise participate in the meeting as he or she would have if attending the meeting in person. Those attending via telephone will have been given the opportunity to share their vote prior to the meeting to ensure their vote is included.
 - c) Church meetings will be held quarterly, and special meetings will be intimated on the previous two Sundays.
 - d) Minutes will be taken at all meetings.
 - e) Recommendations made by the Elders, Deacons or the Church Council must be upheld by members of these bodies when the matter is discussed at Church Meetings. Members of these bodies may speak against a recommendation only if he or she has reserved the right to do so at a previous meeting, of the body concerned.
 - f) No decisions will be taken at a Church Meeting unless a quorum of fifteen per cent of the total membership is present. This does not apply to applications for membership where a quorum of ten per cent is competent to make decisions. A member shall be deemed to be present by attending either in person or virtually where arrangements for virtual attendance have been made.
(In the case of the Elders, Deacons or Church Council not less than sixty per cent of their membership is required to make decisions).
 - g) The business of meetings will be conducted in the following manner:
 - (i) At Church Meetings, a member desiring to speak should indicate their wish to do so and address the Chair only when invited by the Chairman.
 - (ii) When a member is speaking, all other members must give them due respect by remaining silent.
 - (iii) Whenever an amendment has been moved and seconded, no other amendment will be proposed until the first amendment has been disposed of, but a member may give notice of a further amendment which they propose to move if the first amendment be rejected.
 - (iv) In so far as possible the aim in the Church Meeting should be to achieve a consensus of members. That is, members will sense what the will of God is and how it might be served. Voting should therefore be the exception rather than the rule. If voting does take place then: the vote should be carried by a two thirds majority.
 - (v) When the Chairman speaks, any member then speaking or offering to speak will stop speaking.
 - (vi) Abstentions shall be recorded but not considered as a vote against the motion in
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question.

- h) Any Other Business & Notices of Motion - these will be noted if raised and either included or carried forward to the next meeting at the Chair's discretion.

17. In the Event of a Ministerial Vacancy

In the event of a Ministerial vacancy arising a Church meeting will be called to appoint a Vacancy Committee consisting of the Treasurer, six Elders (including the Ministers), two Deacons and six members.

The Committee will investigate and consider potential candidates. Suitable opportunities will be arranged to gain first hand knowledge of their gifts and abilities. After deliberation and prayer, the Vacancy Committee will make a recommendation to the Church.

18. Dissolution

- a) If five percent of the membership of the Church are of the opinion that it is necessary or advisable to dissolve the Church, they shall call a meeting of all members of the Church of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given.
 - b) In the event of the Church being dissolved or otherwise ceasing to exist the Trustees will remain in office as Trustees and be responsible for winding up the affairs of the Church in accordance with this clause.
 - c) The Trustee Management Committee must collect in all the assets of the Church and must make provision for all the liabilities of the Church.
 - d) The Trustees must apply the assets of the Church for charitable purposes.
 - e) In the absence of any contrary decision by a majority vote of two thirds of the members present and voting at a properly constituted Church meeting, the assets of the Church shall become the property of the Union (or should the Union not then exist, the association of Baptist Churches which may then be engaged in promoting objects similar to those of the Union (the "Association"), to be applied in accordance with the charitable purposes of the Union or Association (if applicable).
 - f) If the Church is to be dissolved, the winding up process will be carried out in accordance with the procedures set under charity law, currently the Charities and Trustee Investment (Scotland) Act 2005.
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Appendix to the Constitution of Kirkintilloch Baptist Church

Declaration to the Principle of the Baptist Union of Scotland

The basis of the Union is:

- a) That the Lord Jesus Christ our God and Saviour is the sole and absolute authority in all matters pertaining to faith and practice, as revealed in the Holy Scriptures, and that the Church has liberty, under the guidance of the Holy Spirit, to interpret and administer His laws.
 - b) That Christian baptism is the immersion in water into the name of the Father, the Son, and the Holy Spirit, of those who have professed repentance towards God and faith in the Lord Jesus Christ, Who died for our sins according to the Scriptures, was buried and rose again the third day.
 - c) That it is the duty of every disciple to bear witness to the Gospel of Jesus Christ, and to take part in the evangelisation of the world.
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