

**CONSTITUTION AND BY-LAWS of
THE BAPTIST UNION OF QUEENSLAND
VERSION 3.01**

Approved by Assembly – December 2021

CONSTITUTION

1. NAME AND PREAMBLE
2. DEFINITIONS
3. OBJECTIVES AND POWERS
4. DECLARATION OF PRINCIPLES
5. MEMBERS OF QB
6. THE ASSEMBLY
7. THE OFFICERS OF QB AND THEIR DUTIES
8. THE BOARD
9. CHARTER GROUPS
10. BOARD COMMITTEES
11. SERVICE GROUPS
12. FINANCE AND PROPERTY
13. THE QB SEAL
14. ALTERATION TO THIS CONSTITUTION
15. BY-LAWS
16. NON PROFIT
17. DISTRIBUTION OF PROPERTY UPON WINDING UP OR DISSOLUTION

BY-LAWS

- B1. DEFINITIONS
- B2. ADMISSION TO MEMBERSHIP OF CHURCHES

- B3. ADMISSION TO MEMBERSHIP OF MINISTERS
- B4. APPOINTMENT OF BOARD MEMBERS
- B5. APPOINTMENT OF NOMINATING COMMITTEE
- B6. APPOINTMENTS BY THE BOARD
- B7. OPERATION OF CHARTER GROUPS
- B8. OPERATION OF BOARD COMMITTEES
- B9. OPERATION OF SERVICE GROUPS
- B10. QB SERVICES LEADERSHIP TEAM
- B11. REGIONAL MINISTERS
- B12. AREA PASTORS
- B13. FINANCIAL OPERATIONS OF QB
- B14. PROPERTY OF QB
- B15. APPOINTMENTS - ASSEMBLY APPOINTED STAFF
- B16. APPOINTMENTS – OTHER SALARIED STAFF
- B17. APPOINTMENTS – MIDDLE MANAGEMENT
- B18. APPOINTMENTS – CLERICAL AND ANCILLIARY STAFF
- B19. REVIEW OF QB
- B20. COMMUNICATION
- B21. NOTICES OF MOTION TO ASSEMBLY
- B22. STANDING ORDERS OF AN ASSEMBLY
- B23. ARCHIVES AND RECORDS

APPENDICIES

- 1. CHARTER GROUPS
- 2. SERVICE GROUPS
- 3. OFFICERS OF QB

VERSION CONTROL

Version No.	Approval Date	Key Changes
Version 1.00	April 1927	Initial Constitution.
<i>Many historical changes not captured in this document.</i>		
Version 1.25	October 2002	Last change to original constitution.
Version 2.00	October 2003	Major rewrite arising from QB Review.
Version 2.01	November 2005	Revisions to governance of churches, role of the General Superintendent, and terms for elected members of the Board.
Version 2.02	October 2007	Changes to responsibilities of Assembly and reduction of responsibilities of the President.
Version 2.03	May 2009	Change of financial year, and addition of fourth term for Board members
Version 2.04	May 2010	Changes to Nominating Committee, introduction of Registration, Phase 1 and 2 churches instead of Fellowships, and changes to Board Chair appointment.
Version 2.05	May 2012	The removal of President, removal of General Treasurer, changes to appeal process, addition of Archives recognition, changes to make-up of ASG, and changes to financial handling provisions.
Version 2.06	April 2014	Change to preamble, change to definition of membership, change of QBC to Carinity.
Version 2.07	April 2016	Alteration to add Regional Consultants to Sealing Clause.
Version 2.08	April 2017	Changes to responsibilities of ASG.
Version 3.00	October 2000	Major rewrite to accommodate changes from QB Review of 2018-19.
Version 3.01	December 2021	Introduction of Director of Financial Services, changes to the role of Financial Services Committee.

THE CONSTITUTION

1. NAME AND PREAMBLE

- 1.01 This is the Constitution and By-Laws of The Baptist Union of Queensland (also known as “Queensland Baptists” or “QB”).
- 1.02 The office holders of The Baptist Union of Queensland have Corporate form as a Letters Patent body under the Religious Education and Charitable Institution Act 1861, issued on 5th April 1927.

Even though the Religious Education and Charitable Institution Act has been repealed, already existing Letters Patent are saved by s144 of the Associations Incorporation Act 1981 (Qld) as if the Religious Education and Charitable Institution Act had not been repealed. The Letters Patent office holders of The Baptist Union of Queensland shall be as determined by the Board of The Baptist Union of Queensland from time to time and in the absence of such determination, the Board itself from time to time will be those officers.

2 DEFINITIONS

Unless the context or subject matters indicates otherwise:

- 2.01 “Assembly” means a duly constituted meeting of the members of QB.
- 2.02 “Ballot” means a private voting process where those eligible to vote may do so without revealing their voting intention to other eligible voters.
- 2.03 “Baptised Church Member” means a Church Member who has been baptised in the manner set out in the Minimum Doctrinal Statement contained in this constitution.
- 2.04 “Board” means the Board of QB.
- 2.05 “Board Committees” means committees set up by the Board in accordance with this Constitution.
- 2.06 “Charter Group” means a Group set up by QB as a Charter Group in accordance with this Constitution.
- 2.07 “Church” means a group of people who meet regularly in worship and witness as a fellowship of believers in the Lord Jesus Christ who have been admitted as a member of QB.
- 2.08 “Church Member” means a person who is recognised by a Church as a member of that Church.
- 2.09 “College” means any theological training institution of Queensland Baptists.

- 2.10 “Constitution” means the QB Constitution (this document). Where the Constitution is translated into other languages, the English language version takes precedence.
- 2.11 “Delegate” means a Member of the Assembly who is a Delegate appointed by a Church and who is baptised in accordance with the ordinance of Baptism as defined in the Minimum Doctrinal Standards in this Constitution.
- 2.12 “Elected Members” means the persons who are elected by the Assembly as members of the Board
- 2.13 “Member in Good Standing” means a Church Member is in regular fellowship with a Church and is eligible to vote at the Church members’ meetings.
- 2.14 “Members” means members of QB.
- 2.15 “Minister” means a person who is registered as such by the Ministerial Services Committee.
- 2.16 “Ordained” means a Minister whose ordination has been recognised by QB.
- 2.17 “QB” means Queensland Baptists, the preferred registered Business Name for common reference of The Baptist Union of Queensland.
- 2.18 “QB Movement” means QB in the broadest sense including all QB Churches and their ministries.
- 2.19 “QB Services” means the group of service organisations set up by the Board to serve the QB Movement.
- 2.20 “QB Year” means the financial period set by the Board.
- 2.21 “Secretary” means the Secretary of QB.
- 2.22 “Service Group” means a Service Group set up by QB.

3 OBJECTIVES AND POWERS

- 3.01 The objectives of QB are:
- 3.01 (a) The mission of QB: QB is a committed community of QB Churches and their ministries working alongside and with each other under Christ to serve the mission of God throughout Queensland and beyond.
- 3.01 (b) The vision of QB: Through faith-filled prayer and proactive servant leadership, to be a multiplying, collaborative movement of healthy, autonomous churches that inspire and assist each other to disciple intentionally and mission effectively, so that they can be used by God to impact Queensland and beyond for Jesus.
- 3.01 (c) The mission of QB Services: QB Services is a diverse group of collaborative, specialist ministries that through Christ exist to support, equip, and empower the QB Movement with a significant engagement with churches.

- 3.01 (d) The vision of QB Services: Driven by a passionate commitment to serve the QB Movement and to see it flourish, QB Services will collaborate together to first provide effective equipping and resources that will assist churches to function healthily, mission effectively, and disciple intentionally; and second to mission strategically on behalf of the QB Movement.
- 3.02 QB has power:
- 3.02 (a) to acquire and hold land and other property of any kind in its name on its own account or in trust for any Church and (subject to the provisions of the constitution of a Church for whom QB holds any property) to deal with the property held by QB in accordance with the trusts on which the land or other property is held;
- 3.02 (b) to borrow or raise or secure the payment of money for the purposes of QB (whether borrowed or intended to be borrowed on overdrawn account or in any other way) in any manner and upon any terms as may seem expedient and to secure the repayment of money owing or obligations incurred by QB by mortgages, charges or other securities of any kind over the assets or any of the assets of QB and to pay interest on any money borrowed by QB;
- 3.02 (c) to guarantee or become liable for the payment of money, with or without interest, (including money payable or to become payable under a fluctuating overdraft) or for the performance of any obligations by any person, corporation or other body of any kind either alone or with other corporations or persons and to secure QB's liability under any guarantee or indemnity by mortgage or fixed or floating charge or any other form of security at all over the whole or any part of the assets of QB present and future.

4 DECLARATION OF PRINCIPLES

4.01 Minimum Doctrinal Statement

It is recognised that each Member of QB has the liberty to interpret and administer the Laws of Christ however, the following must be adhered to as a minimum doctrinal requirement for admission as a member and for continuation of membership of QB:

- 4.01 (a) The Divine inspiration and supreme authority of the Old and New Testaments.
- 4.01 (b) The existence of one God in three persons - the Father, the Son and the Holy Spirit.
- 4.01 (c) The Deity, Incarnation and virgin birth of the Lord Jesus Christ, who is the Son of God, the Second Person in the Holy Trinity
- 4.01 (d) The fallen sinful and lost condition of all people
- 4.01 (e) The salvation of people from the penalty and power of sin, through the perfect obedience of the Lord Jesus Christ, His atoning death, His resurrection from the

dead, His ascension to the right hand of the Father and His unchanging Priesthood

- 4.01 (f) The immediate work of the Holy Spirit in the regeneration of people, in their sanctification and in their preservation to the Heavenly Kingdom of the Lord Jesus Christ
- 4.01 (g) The necessity, in order to obtain salvation, of repentance towards God and of faith in the Lord Jesus Christ
- 4.01 (h) The resurrection of the dead and the final judgement of all people by the Lord Jesus Christ.
- 4.01 (i) The two ordinances of the Lord Jesus Christ - namely, Baptism and the Lord's Supper which are of perpetual obligation. Baptism being the immersion of Believers upon the profession of their Faith in the Lord Jesus Christ and a symbol of the fellowship of the regenerate in His death, burial and resurrection; the Lord's Supper being a memorial, until He comes, of the sacrifice of the body and the blood of the Lord Jesus Christ

4.02 Jurisdiction of QB

QB is a separate identity from the Churches and other Members of QB and may through the Assembly, the Board and the Officers exercise the powers provided by this Constitution and the By-Laws over all of the Members of QB including Ministers and Churches, in all matters affecting QB's interests, but QB recognises the right of every Church to independently govern and administer its own affairs.

4.03 Governance of Churches

It is recognised that each Church has the liberty to govern its own affairs in whatever way it chooses but the following must be adhered to by a Church as a minimum standard for admission as a Member of QB and for continuation of that membership: -

- 4.03 (a) A meeting of the Church Members must be held at least once each year.
- 4.03 (b) The Minister or Senior Minister where there is more than one (1) minister appointed must be registered by QB.
- 4.03 (c) The Minister or Senior Minister where there is more than one (1) minister appointed is appointed or removed by a duly constituted meeting of Church Members
- 4.03 (d) The Executive Leaders (eg. Board, Elders or Diaconate) are appointed or removed by a duly constituted meeting of Church Members
- 4.03 (e) Church Members must have the right to vote in relation to the sale or purchase of any real property and in respect of any significant transactions affecting any real property used by the Church; and
- 4.03 (f) At least once each year financial reports and a budget for the following year must be presented to a meeting of the Church.

- 4.03 (g) Any changes to the Church constitution are communicated to QB.

5 MEMBERS OF QB

- 5.01 The Members of QB are Churches, Ministers and other individuals and bodies who are admitted as Members of QB in accordance with this Clause.

5.02 Churches

The Board may admit a Church as a member of QB. The Assembly may make By-Laws regarding the matters to be taken into account by the Board when considering an application by a Church for Membership of QB. A list of Churches who are members shall be maintained and shall be appended to this Constitution.

- 5.03 The Board may terminate the Membership of a Church if: -

- 5.03 (a) the Members of the Church at a duly constituted meeting of the Members passes a motion requesting that the Church be closed and its Membership of QB be terminated;
- 5.03 (b) the Church has fewer than six (6) Church Members;
- 5.03 (c) the Constitution of the Church has been suspended or revoked or has been changed so that it no longer meets the minimum doctrinal standards set out in this Constitution;
- 5.03 (d) the Church becomes an affiliated member of another denomination or body;
- 5.03 (e) the Church no longer accepts the minimum doctrinal statement in this Constitution; or
- 5.03 (f) in the opinion of the Board, the Church is engaged in practices inconsistent with this Constitution and By-Laws.
- 5.03 (g) a request from a Church to terminate its membership following a decision to that effect taken by special resolution at a duly constituted special meeting of members of that Church.

- 5.04 Before the Board terminates the Membership of a Church due to its membership being less than six (6) Church Members, the Board must: -

- 5.04 (a) Carry out an inquiry in relation to that Church;
- 5.04 (b) Form a sub-committee of the Board which must meet with the Church Members of the Church for the purpose of reaching agreement on the procedure for closure of the Church and on all matters arising in relation to closure of the Church including the disposal of the property of the Church but if, after reasonable efforts by the sub-committee, it is not possible for any reason to reach agreement on these matters the Board is empowered to make a final decision in relation to those matters. The disposal of funds and other assets of the Church must be in accordance with the policies adopted and published by the Board from time to time.

5.05 Ministers

The Ministerial Services Committee may register a person as a Minister, which admits them as a member of QB. The Ministerial Services Committee may also withdraw the registration of a Minister which terminates their membership of QB.

5.06 Other Members

The Assembly, after receiving a recommendation from the Board, may admit other individuals and bodies as Members of QB.

6 THE ASSEMBLY

6.01 Responsibilities of the Assembly

The Assembly has responsibility;

- 6.01 (a) to carry out the objectives of QB,
- 6.01 (b) to extend the Kingdom of the Lord Jesus Christ in all matters relating to QB's purpose,
- 6.01 (c) to oversee the government and administration of QB and all of the bodies set up by the Assembly,
- 6.01 (d) to oversee Members of QB regarding discipline and doctrine and
- 6.01 (e) may make decisions on all matters committed to it under this Constitution and the By-Laws.

6.02 The Assembly may, after receiving the recommendation of the Board, set up Charter Groups, Board Committees, Service Groups, and other Committees and bodies for such purposes or functions as it thinks necessary or desirable from time to time. The functions and the way in which members of those Charter Groups, Service Groups, and other Committees and bodies are to be appointed must be set out in the By-Laws.

6.03 Members of the Assembly

The Members of the Assembly are the persons whose names are listed on the roll of Members of Assembly. The roll of Members of the Assembly must include: -

- 6.03 (a) Registered Ministers;
- 6.03 (b) The Delegates appointed by Churches;
- 6.03 (c) The Director of QB Movement, the Director of QB Services, the Director of Pastoral Services, the Director of Church Health Services, and the Director of Administrative Services, The Director of Financial Services, and the Elected Members of the Board.
- 6.03 (d) The heads of each of the Charter Groups;

- 6.03 (e) Those College faculty appointed by Assembly; and
- 6.03 (f) Associate Members of Assembly.
- 6.04 Church Delegates
- 6.04 (a) Each Church is entitled to appoint Delegates who are Members of Assembly as follows: -
- 6.04 (a) (i) For the first fifty (50) Members or part thereof – two (2) Delegates;
- 6.04 (a) (ii) For each additional fifty (50) Members or part thereof – one (1) additional Delegate
- 6.04 (b) The number of Delegates which a Church is entitled to appoint is to be determined annually by the Secretary based on the number of Church Members.
- 6.04 (c) Each Church must appoint its Delegates to Assembly from among the Baptised Church Members of that Church. The names and contact information of Delegates must be given to the Secretary for inclusion in the roll of Members of Assembly.
- 6.04 (e) An Associate Church is entitled to appoint up to two (2) representatives of the Church as observers at meetings of the Assembly. An observer may attend but may not speak or vote at a meeting of the Assembly.
- 6.05 Associate Members
- The Assembly may admit a person or body as an Associate Member of the Assembly on whatever terms it thinks appropriate. A person may be appointed an Associate member for more than one meeting of the Assembly.
- 6.06 Appointment of Proxy
- A Member of Assembly who cannot attend an Assembly meeting may appoint a Baptised Church Member to vote as proxy on their behalf, whose name shall then be entered on the roll of Members of Assembly for that meeting. No person shall be appointed proxy for more than one (1) Member of Assembly. The appointment of a proxy must be advised to the Secretary at least seven (7) days prior to the Assembly meeting.
- 6.07 Annual Assembly
- An annual meeting of the Assembly must be held in each calendar year.
- 6.08 Special Assembly
- 6.08 (a) The Board may call a special meeting of the Assembly at any time.
- 6.08 (b) The Secretary must also call and arrange to hold a special meeting of the Assembly if at least ten percent (10%) of the Churches request a meeting of the Assembly.

6.08 (c) A request by a group of Churches for a meeting of the Assembly must be in writing and must state the purpose of the meeting, be signed by representatives of the Churches making the request and must be given to the Secretary.

6.08 (d) The business of any special meeting of the Assembly is limited to the business set out in the notice calling the meeting

6.09 Notice of Assembly

At least one (1) month's notice in writing of each meeting of the Assembly must be given to the Churches and to all of the Members of the Assembly. A Notice of a Meeting of the Assembly must set out the general nature of the business of the meeting.

6.10 Voting

Only the persons whose names are entered on the roll of Members of Assembly will be entitled to speak or vote at meetings of the Assembly.

6.11 Each Member of the Assembly has one (1) vote unless they are also a proxy for another member when they also have one (1) additional vote as that proxy.

6.12 Quorum

6.12 (a) The quorum for a meeting of the Assembly is the attendance of at least twenty-five (25) of the Members of the Assembly.

6.12 (b) A quorum must be present at all times when a meeting of Assembly is considering any matter of business before the Assembly.

6.13 Chair

The Chair of the Board, or another Member of Assembly appointed by the Board is to chair the meetings of the Assembly.

7. THE OFFICERS OF QB AND THEIR DUTIES

7.01 The following are to be recognised as Officers of QB: The Director of the QB Movement, the Director of QB Services, the Director of Pastoral Services, The Director of Church Health Services, the Director of Administrative Services, the Director of Financial Services, the Heads of each Charter Group, the Chair of the Board and the Trustees of the Letters Patent incorporation.

7.02 The Officers are to be appointed by Assembly in the manner set out in the By-Laws. If a vacancy occurs among any of the Officers of QB, the Board has power to fill that vacancy until the next Annual Assembly in accordance with the By-Laws.

7.03 The Director of the QB Movement

The Director of the QB Movement (DOM) shall provide leadership to QB by networking, inspiring, encouraging, envisioning, and challenging leaders and members of QB. The DOM shall be the Executive Head of QB and shall:

- 7.03 (a) In conjunction with the Board, provide spiritual leadership and vision for QB;
- 7.03 (b) Ensure the Assembly-approved Strategic Plan for QB is implemented;
- 7.03 (c) Work collaboratively with the Director of QB Services to develop the functioning and health of QB churches.
- 7.03 (d) The Director of the QB Movement shall report to the Annual Assembly through the Board.
- 7.04 The Director of QB Services
- The Director of QB Services (DoS) shall lead the QB Services team in providing support and services to QB. They shall:
- 7.04 (a) Lead and provide support and accountability for the QB Services Leadership Team and maintain the alignment of the Charter Groups and Service Groups with the QB Services Vision and Strategic Plan.
- 7.04 (b) Ensure the provision of pastoral support and relevant services for QB Ministers and Churches.
- 7.04 (c) The Director of QB Services shall report to the Director of the QB Movement and to the Annual Assembly through the Board.
- 7.05 Director of Pastoral Services
- The Director of Pastoral Services (DoPS) shall work with the Ministerial Services Committee to manage the registration, functioning and placement of pastors and shall assist pastors to effectively and responsibly fulfil their role. The DoPS shall report to the Director of QB Services.
- 7.06 Director of Church Health Services
- The Director of Church Health Services (DoCHS) shall ensure that support and services are provided to QB churches to help them function more healthily, effectively and fruitfully. The DoCHS shall report to the Director of QB Services.
- 7.07 Secretary and Director of Administrative Services
- The Director of Administrative Services will be the Secretary of QB. The Director of Administrative Services shall oversee the administrative operations of QB including property and legal matters. The Secretary of QB is to be an Executive Officer of QB and present a report on behalf of the Board to the Annual meeting of Assembly.
- 7.08 The Director of Financial Services
- The Director of Financial Services (DoFS) shall oversee the finance and accounting function of QB, working closely with and providing support to and oversight of the finance function of the Charter Groups. The Director of Financial Services shall be an Executive Officer of QB.
- 7.09 Chair of the Board

The Chair of the Board is appointed by the Board from among the Members of the Board. When present, the Chair of the Board is to chair all meetings of the Board and generally the Assembly. The Chair of the Board is to meet with the Director of the QB Movement, the Director of QB Services and the Secretary of QB to determine the function and format of Board meetings.

7.10 Trustees

The trustees for the letters patent incorporation of The Baptist Union of Queensland shall be The Director of the QB Movement (acting as President), the Director of QB Services (acting as Treasurer) and the Secretary. If any of these positions are unfilled, the Chairman of the Board shall act in the unfilled role in the first instance, and then any other Board Member as determined by the Board.

8. THE BOARD

8.01 The Board will consist of the Director of the QB Movement, the Director of QB Services, and up to ten (10) members elected by Assembly.

8.02 The term of office of the elected members of the Board is to be set out in the By-Laws.

8.03 Any casual vacancy in the elected members of the Board may be filled by the Board and the person appointed will hold office until the next Annual Meeting of the Assembly.

8.04 The Secretary of QB shall serve as Secretary to the Board.

8.05 Responsibilities and Powers of the Board

The Board must implement policies determined by Assembly and conduct the general business of QB either directly or through the Officers, Charter Groups, Service Groups, Committees and other bodies set up under this Constitution or under the By-Laws.

8.06 Subject to the directions from time to time given by the Assembly, the Board is empowered to act on behalf of the Assembly between meetings of the Assembly in respect of any of the responsibilities of the Assembly. The Assembly may require that particular matters be reserved for a decision of the Assembly

8.07 The responsibilities and powers of the Board include:

8.07 (a) to give counsel, advice, encouragement and support to the Director of the QB Movement and the Director of QB Services.

8.07 (b) to formulate vision, policy and guidelines statements for recommendation to Assembly;

8.07 (c) to make decisions on major operational matters relating to implementation of Queensland Baptist vision and policy;

- 8.07 (d) to monitor the effectiveness of the Director of the QB Movement and the Director of QB Services.
 - 8.07 (e) to sanction and monitor legal action which involves QB and/or Churches;
 - 8.07 (f) to approve or refuse the affiliation and de-affiliation of Churches;
 - 8.07 (g) to approve the annual budget for recommendation to Assembly;
 - 8.07 (h) to be responsible for Finances of QB;
 - 8.07 (i) to exercise the corporate responsibility of QB.
 - 8.07 (j) to exercise the authority of QB to act as trustee for its affiliated Churches in matters of the acquisition of land, leases or any other goods;
 - 8.07 (k) to implement all decisions of the Assembly and to act on behalf of the Assembly in all matters delegated to it by the Assembly;
 - 8.07 (l) to regularly review and recommend changes to the By-Laws; and
 - 8.07 (m) to regularly review the functioning of QB Services and where necessary make recommendations to the Assembly.
- 8.08 The Board may delegate its powers with respect to the day-to-day operational decisions to any Charter Group, Board Committee, Service Group or Officer of QB and require appropriate reporting to ensure this delegated power is being properly used.
- 8.08 The Board may invite any Officer of QB to attend the meetings of the Board as necessary.

9. CHARTER GROUPS

- 9.01 The Board may establish Charter Groups. Charter Groups operate according to a Board-approved charter and are governed by a Board-appointed Council.
- 9.02 The Board has ultimate responsibility for the operational and financial outcomes of each Charter group.
- 9.03 The Board shall cooperatively develop a specific Purpose Statement for each of the Charter Groups. This statement will include delegations and limits for the Charter Group.
- 9.04 For each Charter Group, the Board shall appoint a Council, established according to the By-Laws, which shall govern in accordance with its Charter and approved Purpose Statement.
- 9.05 Charter Groups are accountable to the Board.
- 9.06 The Board shall establish a schedule of financial and operational reports required of each Charter Group.

- 9.07 Each Charter Group Council shall approve a Charter in accordance with the By-Laws. The Charter is to be approved by the Board.
- 9.08 A list of Charter Groups shall be endorsed by the Board annually and annexed to this constitution.

10. BOARD COMMITTEES

- 10.01 The Board may establish Board Committees to manage various aspects of the QB's operations on behalf of the Board.
- 10.02 The Board shall develop a specific Purpose Statement for each of the Board Committees.
- 10.03 The Board shall establish a schedule of operational reports required of each Board Committee.
- 10.04 Board Committees are directly accountable to the Board.
- 10.05 There shall be at least two standing Board Committees – the Financial Services Committee and the Ministerial Services Committee.

11. SERVICE GROUPS

- 11.01 The Board, in conjunction with the Director of QB Services, shall establish a number of Service Groups to provide services to the QB Movement.
- 11.02 Service Groups shall provide a written report of their activities annually for inclusion in the Annual Reports to Assembly.
- 11.03 Service Groups shall provide an annual estimate of their expenditure for consideration in the budget, and shall monitor their expenditure against budget
- 11.04 A list of Service Groups shall be maintained and annexed to this Constitution.

12. FINANCE AND PROPERTY

- 12.01 The funds of QB shall consist of subscriptions, private donations, bequests, offerings at meetings of QB, contributions from Churches and other income.
- 12.02 The "Financial Year" shall be set by the Board.
- 12.03 Accounts must be kept of the funds dealt with by QB and its Committees, Charter Groups, or Service Groups and statements of account duly audited by Auditors appointed by the Board must be presented to the Annual Meeting of Assembly.
- 12.04 (a) The Assembly may decide to require Churches to pay a minimum membership subscription instead of, or in addition to voluntary contributions.

- 12.04 (b) The Board may withdraw the voting rights of a Church at Assembly meetings if a church fails to make a contribution to the QB Ministry Budget by the final payment date of the Financial Year. Voting rights will be restored when the Church makes its financial contribution to the QB Ministry Budget.
- 12.05 As the Committees, Charter Groups, and Service Groups are the avenues through which QB operates, the assets which any Committee, Charter Group, Service Group or other similar body QB acquires will be assets of QB.
- 12.06 Except for any minimum subscription fixed by the Assembly, any Church or other person or body may designate the area of work of QB to which their offering or donation is to be applied.
- 12.07 Church property held in trust by QB
- The following requirements are to be observed before any property held by QB on trust for a Church is sold or any mortgage or other security interest is placed over that property unless there are any contrary provisions in the constitution of the Church.
- 12.07 (a) The Church Members of that Church must authorise the sale or the granting of the mortgage or other security interest as the case may be.
- 12.07 (b) Church authorisation is provided by a resolution passed at a special meeting of the Church Members called for that purpose.
- 12.07 (c) A copy of the resolution of the Church Members approving the sale or the granting of the mortgage or other security interest is to be signed by the Chair of the Special meeting of the Church Members.
- 12.07 (d) This signed resolution provides sufficient authority for Assembly or the Board to give effect to the sale or to the granting of the mortgage or other security interest set out in the resolution.

13. THE QB SEAL

The Secretary is to have custody of the QB seal. The Seal must be affixed by any one of the Secretary of QB, Director of the QB Movement, Director of QB Services, the Chair of the Board or any other approved signatory authorised by the Assembly, in the presence of another Officer of QB or the Legal Adviser for QB.

14. ALTERATION OF THIS CONSTITUTION

- 14.01 This Constitution may only be modified or repealed by a resolution of the Assembly which is passed by a majority of at least two-thirds (2/3) of the votes cast.
- 14.02 The Board at any time may propose a change to the Constitution.
- 14.03 Notice in writing of any change proposed by the Board must be given to Members of the Assembly at least two (2) months before the meeting of the Assembly which is to consider the change.

- 14.04 A Church may propose a change to the Constitution by providing notice in writing to the Secretary of QB at least six (6) months before the meeting of the Assembly at which the change is to be considered.
- 14.05 The Secretary must send details of the proposed changes to all Members of Assembly as soon as practicable after receiving the proposal together with the Board's comments regarding the proposal.
- 14.06 Alterations to this Constitution of a cosmetic nature such as spelling, punctuation, grammar and formatting are not subject to this process and may be altered by the Board and recorded in the minutes of that meeting.

15. BY-LAWS

- 15.01 The Assembly may make By-Laws regarding the implementation of this Constitution.
- 15.02 The By-Laws are to be appended to the Constitution and may not be considered independently.
- 15.03 The By-Laws to this Constitution may only be modified or repealed by a resolution of the Assembly which is passed by a majority of the votes cast.
- 15.04 The Board at any time may propose a change to the By-Laws.
- 15.05 Notice in writing of any change to the By-Laws proposed by the Board must be given to Members of the Assembly at least one (1) month before the meeting of the Assembly which is to consider the change.
- 15.06 A Church may propose a change to the By-Laws by providing notice in writing to the Secretary of QB at least three (3) months before the meeting of the Assembly at which the change is to be considered and reported to the next Annual Assembly.
- 15.07 The Secretary must send details of a change proposed to the By-Laws to all Members of Assembly as soon as practicable after receiving the proposal together with the Board's comments regarding the proposal.
- 15.08 Alterations to these By-laws of a cosmetic nature such as spelling, punctuation, grammar and formatting are not subject to this process and may be altered by the Board and recorded in the minutes of that meeting.
- 15.09 In any matter where there is a contradiction between the Constitution and the By-Laws, the Constitution takes precedence.

16. NON-PROFIT

- 16.01 All money and property received or derived by QB in connection with the Schools operated by it from time to time must be applied solely for the purposes of the Schools and no part of that money or property may be paid or transferred directly or indirectly by any means at all by way of profit to the Members but this clause does not

prevent the payment in good faith to any person (including a Member or employee of QB):

- 16.01 (a) of reasonable remuneration for any services actually rendered to QB for the purposes of the Schools;
- 16.01 (b) for goods supplied in the ordinary and usual conduct of QB for the purposes of the Schools:
- 16.01 (c) of interest at rates which are not more than those prevailing in the community on money borrowed for the purposes of the Schools;
- 16.01 (d) of reasonable and proper rent for premises let to QB for the purposes of the Schools.

17. DISTRIBUTION OF PROPERTY UPON WINDING UP OR DISSOLUTION

- 17.01 If on the winding up of QB, any property of any kind remains after the satisfaction of all of its debts and liabilities ("surplus assets") that property must not be paid to or distributed among the Members of QB
- 17.02 Any remaining property must be given or transferred to some other institution or institutions having similar objects of QB which prohibits the distribution of its or their income and property amongst its or their Members.
- 17.03 The institution or institutions to receive the surplus assets is to be determined by the Assembly at or before the time of dissolution, or in default by a Judge of the Supreme Court of Queensland.
- 17.04 If these previous provisions cannot be carried out, the surplus assets are to be applied to some charitable object involving the advancement of the Christian religion.

THE BY-LAWS

B1. DEFINITIONS

Words which are defined in the Constitution have the same meaning in these By-Laws unless they are separately defined in these By-Laws.

B2. ADMISSION OF CHURCHES TO MEMBERSHIP

B2.01 In this clause “Church” means a group of people who meet regularly in worship and witness as a fellowship of believers in the Lord Jesus Christ.

B2.02 The Board may admit a Church as a Member of QB at any time upon receipt of a written application from the Church. The application shall incorporate at least;

B2.02 (a) history of the Church;

B2.02 (b) statement of belief;

B2.02 (c) summary of meeting practice;

B2.02 (d) details of leadership;

B2.02 (e) details of ministries;

B2.02 (f) details of membership;

B2.02 (g) a copy of the Church’s constitution, and;

B2.02 (h) evidence of meeting of key adherents supporting the application.

B2.03 The Board is to take the following matters into account when it is considering an application from a Church for admission as a member of QB:

B2.03 (a) Whether the Church adheres to the Minimum Doctrinal Statement set out in this Constitution;

B2.03 (b) Whether the constitution or other documents governing the activities of the Church provides for the governance requirements set out in this Constitution;

B2.03 (c) Whether the Church is a stable group which meets at least once a month;

B2.03 (d) Where the Church is being sponsored or fostered by another Church which is a Member of QB, the recommendation from the sponsoring Church

B2.04 Associate Churches

The Board may recognise a group of people who meet regularly in worship and witness as an Associate Church upon receipt of a written application. Associate Churches shall be Baptist in nature but are not full constituent members of QB.

- B2.04 (a) For general guidance – Associate Churches shall have established a constitution, appointed leaders, and shall have undertaken the processes to be recognised as a religious entity by the Charities Commission.
- B2.04 (b) Associate Churches shall implement a membership at least with responsibility for the appointment of leaders and the oversight of property matters.
- B2.04 (c) The Board may withdraw recognition of Associate Churches at any time.
- B2.04 (d) QB Services may provide services to Associate Churches.
- B2.04 (e) The pastoral leader(s) of an Associate Church shall submit to a suitable form of recognition through Ministerial Services, but will normally not be eligible to become registered as a Minister.
- B2.04 (f) Associate Churches are NOT Members of QB but may apply to become a member Church.
- B2.05 Simple Churches
- B2.05 (a) The Board may approve a process whereby groups of a Baptist nature that lack the resources to become a Member Church may be recognised as a Simple Church.
- B2.05 (b) The purpose of recognising Simple Churches is to enable the provision of services by QB Services to the group.
- B2.05 (c) The admission of groups as Simple Churches is to be controlled by the Director of QB Services.
- B2.05 (d) The Board is to be advised of the recognition of any group as a Simple Church.
- B2.05 (e) Simple Churches are NOT Members of QB.

B3. ADMISSION TO MEMBERSHIP OF MINISTERS

- B3.01 Following a recommendation of the Board the Assembly may approve the policies for registration of Ministers.
- B3.02 The Board will approve guidelines for the implementation of the registration policy.
- B3.03 The Board shall appoint a Ministerial Services Committee to oversee the practice of the registration of Ministers.
- B3.04 The Board may approve Ministerial Services Committee to manage other recognition categories specified in the registration policy, provided people recognised by these processes are not referred to as “registered” and are not members of QB.

B4. APPOINTMENT OF BOARD MEMBERS

- B4.01 Elected Members of the Board will hold office from the end of the Annual Assembly at which they are elected until the end of the second (2nd) Annual Assembly after their election.
- B4.02 The nomination of candidates for Elected Members shall be managed by the Nominating Committee who shall recommend suitable candidates to the Board.
- B4.03 Only Baptised Church Members in Good Standing may be nominated for election to the Board.
- B4.04 Each Church may submit a single nomination for appointment to the Board from among their members. Nominations must be in writing and be accompanied by the written consent of the person nominated. Nominations from Churches must be received by the Nominating Committee by the advertised date.
- B4.05 The Nominating Committee is to have regard to the following matters when nominating candidates for election to the Board:
- B4.05 (a) The Board as a whole shall reflect the best leadership available and shall as far as possible reflect differing age and gender groups, metropolitan and rural areas as well as a balance between Ministers and lay persons
- B4.05 (b) If possible, at least one person from the area of North Queensland
- B4.05 (c) Not to be a member of the Nominating Committee
- B4.05 (d) Not a full-time paid employee of QB.
- B4.06 The Nominating Committee must submit the names of the persons nominated for election as Elected Members of the Board to the Secretary at least two (2) weeks prior to the last scheduled Board Meeting prior to the Annual Assembly.
- B4.07 Generally, candidates ought not be serving members of Charter Group Councils or Service Groups.
- B4.08 An Elected Member may nominate for re-election but must notify the Director of QB Services in writing of his/her intention to stand for re-election at least three (3) months prior to the Annual Assembly at which his/her term of appointment ends
- B4.09 An Elected Member may not stand for re-election if at the end of his/her current term he/she will have been an Elected Member for four (4) consecutive terms.
- B4.10 The candidates for election as Board members shall be advised to Members of Assembly at least two (2) weeks prior to Assembly.
- B4.11 The following procedures shall apply to the election of the Board by Assembly:
- B4.11 (a) Candidates for election shall be appointed by a Ballot at Assembly where Members of Assembly may support any number of candidates up to the number of vacancies.
- B4.11 (b) A candidate must receive more than one half (1/2) of the votes cast in the Ballot to be appointed.

- B4.11 (c) Where more candidates receive the required votes than there are vacancies, those candidates who receive the highest number of votes will be elected to fill the vacancies.
- B4.11 (d) Where an insufficient number of candidates obtain one half (1/2) of the votes cast, a runoff Ballot shall be conducted for the unfilled positions. One more candidate than the number of unfilled positions will be presented in the runoff Ballot. The unsuccessful candidates with the most votes in the initial Ballot shall be presented in the runoff Ballot.
- B4.12 The Board may fill any casual vacancy among the Elected Members. A casual appointment by the Board shall terminate at the next Annual Assembly.
- B4.13 Any person appointed to the Board who serves part of a term shall be deemed to have served one (1) complete two-year term

B5. APPOINTMENT OF NOMINATING COMMITTEE

- B5.01 The Nominating Committee must be elected each year at the Annual Assembly.
- B5.02 The Nominating Committee shall consist of the Director of QB Services plus a minimum of three (3) persons and a maximum of five (5) persons.
- B5.03 Only Baptised Church Members in Good Standing may be nominated for election to the Nominating Committee.
- B5.04 Nominating Committee members are appointed until the next Annual Assembly, and are eligible for no more than eight terms.
- B5.05 Each Church may submit a single nomination for appointment to the Nominating Committee from among their members. Nominations must be in writing and be accompanied by the written consent of the person nominated. Nominations from Churches must be received by the Nominating Committee by the advertised date.
- B5.06 If in the opinion of the Board insufficient suitable nominations for the Nominating Committee are received from the Churches by the advertised date the Board may nominate additional suitable persons for election. The Churches and other Members of the Union must be advised of any nomination by the Board as soon as possible after the meeting of the Board which makes the decision about the nomination.
- B5.07 Where more than eight candidates for the Nominating Committee are nominated, the existing Nominating Committee shall select eight candidates to be presented to Assembly.
- B5.08 The candidates for election shall be advised to Members of Assembly at least two (2) weeks prior to Assembly.
- B5.09 The following procedures shall apply to the election of the Nominating Committee by Assembly.

- B5.09 (a) Candidates for appointment to the Nominating Committee are subject to a ballot at Assembly where Members of Assembly may support any number of candidates up to the number of vacancies.
- B5.09 (b) A candidate must receive more than one half (1/2) of the votes cast in the ballot to be appointed.
- B5.09 (c) Where more candidates receive the required votes than there are vacancies, those candidates who receive the highest number of votes will be elected to fill the vacancies.
- B5.09 (d) Where an insufficient number of candidates obtain one half (1/2) of the votes cast, a runoff Ballot shall be conducted for the unfilled positions. One more candidate than the number of unfilled positions will be presented in the runoff Ballot. The unsuccessful candidates with the most votes in the initial Ballot shall be presented in the runoff Ballot.
- B5.10 Members of the Nominating Committee take office from the end of the Annual Assembly at which they are elected and continue in office until the end of the next Annual Assembly.
- B5.11 The Board may fill any vacancy on the Nominating Committee and the person appointed by the Board will hold office until the next Annual Assembly.
- B5.12 Meetings of the Nominating Committee are to be convened by the Director of QB Services.

B6. APPOINTMENTS BY THE BOARD

- B6.01 All appointments under this By-Law will be by a majority vote of the Board or Committee making the appointment.
- B6.02 The Board at its first meeting after each Annual Assembly shall confirm the appointment of;
 - B6.02 (a) the Chair of the Board,
 - B6.02 (b) the Vice-Chair of the Board,
 - B6.02 (c) the Chairs of Charter Group Councils,
 - B6.02 (d) the members of Charter Group Councils,
 - B6.02 (e) the Chairs of Board Committees, and
 - B6.02 (f) the members of Board Committees
- B6.03 The Secretary of QB shall advise Churches of the appointments made under this By-Law.
- B6.04 Unless otherwise provided for in these By-laws, terms of appointment are:

- B6.04 (a) Chair and Vice-Chair: 1 year, with candidates eligible for unlimited terms during their tenure.
- B6.04 (b) Members of Charter Group Councils and Board Committees: 2 years, with candidates eligible for up to four consecutive terms.
- B6.05 All terms of appointment will commence from the first meeting of the Council or Committee following the Board's appointment meeting.
- B6.06 All persons appointed under this By-Law must be Church Members unless otherwise determined by the Board.

B7. OPERATION OF CHARTER GROUPS

- B7.01 Charter Groups shall be responsible to the Board for the implementation of the ministry set out in its Charter.
- B7.02 Charter Groups will comply with all policies adopted and communicated by the Board (including moral standards and media policies).
- B7.03 In collaboration with the Charter Group, the Board will instigate a regular formal review of each Charter Group (normally at least every seven years).
- B7.04 Charter Group Councils must comprise a minimum of six (6) members and a maximum of ten (10) members. Members of each Charter Group Council are nominated by the Charter Group Council or by the QB Board, and appointed by the QB Board.
- B7.05 The Charter Group head is an ex-officio voting member of their Charter Group Council, but may not be appointed as the Chair.
- B7.06 Appointments to Charter Group Councils shall be for a two-year term. Council members may be serve up to four consecutive terms.
- B7.07 Charter Group Council members shall be in Good Standing with a Church unless determined otherwise by the QB Board, but shall in any case demonstrate a personal faith in Jesus Christ.
- B7.08 Charter Group Council members shall abide by the QB Board-approved Council Members' Code of Conduct.
- B7.09 The Chair (and Vice-Chair if appointed) of Charter Group Councils are normally nominated by their council and appointed by the Board.
- B7.10 The Board shall appoint one non-voting person to each Charter Group Council. This person will attend and participate in Council meetings but is not included in the total membership of the Council.
- B7.11 The Director of the QB Movement, the Director of QB Services and the Board Chair may attend and participate in any Charter Group Council meeting but not vote.

- B7.12 Each Charter Group Council will have at least one voting member with registered minister experience in a QB Church.
- B7.13 Casual vacancies on Charter Group Councils may be filled immediately for the balance of a retiring member's term by their Charter Group Council with the approval of the QB Board.
- B7.14 A Quorum of a Charter Group Council is 50% of the eligible voting members or a minimum of four (4) voting members (whichever is the greater).
- B7.15 Charter Group Councils shall;
- B7.15 (a) Meet at least quarterly.
- B7.15 (b) Where possible make decisions by consensus. When a vote is required, a two-thirds majority must be achieved for a motion to pass.
- B7.15 (c) Maintain minutes of each meeting held, which shall be reviewed and approved at the following meeting.
- B7.15 (d) Support the Charter Group Head and, in conjunction with the Director of QB Services, formally evaluate their ministry annually.
- B7.15 (e) In conjunction with QB Services and the QB Board, ensure the Charter Group is legally compliant, is financially sustainable and is managing risks effectively.
- B7.15 (f) Approve the organisational structure of the Charter Group, with input from the Head of the Charter Group and the Director of QB Services.
- B7.15 (g) Adopt and monitor annual and long-term budgets and cash flows, and report on their financial position as required.
- B7.15 (h) Provide regular reports to the QB Board as required.

B8. OPERATION OF BOARD COMMITTEES

B8.01 Financial Services Committee

The Financial Services Committee shall on behalf of the Board be responsible for the financial and property matters relating to the operation of QB.

B8.02 Financial Services Committee shall comprise the following: The Director of QB Services, the Director of Administrative Services, the Director of Financial Services and two (2) additional members appointed by the Board. A quorum of the Financial Service Committee is three (3) voting members including at least one (1) of the Board appointees, and resolutions must be passed by a minimum of three (3) voting members.

B8.03 The responsibilities of Financial Services Committee are:

- B8.03 (a) To make decisions and recommendations as specified in the Delegations of Financial Authority approved by the Board.

- B8.03 (b) To recommend salaries, emoluments, and reimbursements to be paid to and the terms of appointment and employment of, salaried officers, appointees or employees of QB.
- B8.03 (c) To arrange for the examination and auditing of the accounts of QB and affiliated organisations and to appoint auditors of such accounts.
- B8.03 (d) To promote efficiency and uniformity in matters of accounting and investment of funds of QB.
- B8.03 (e) To assist the Director of Administrative Services in advising the Board, Charter Groups and Churches on properties and sites as and when required and where necessary make recommendations to the Board on the purchase and sale of such properties.
- B8.03 (f) To advise the Board regarding policies, principles and procedures of any trading activities of QB.

B8.04 Ministerial Services Committee

The Ministerial Services Committee shall develop policies and procedures for the approval of the Board which shall be known as the Registration Guidelines. The Ministerial Services Committee shall oversee the operation of these policies relating to candidating matters and the registration and Ordination of Ministers.

- B8.05 The Ministerial Services Committee comprises: the Director of QB Services, the Director of Pastoral Services, the Principal of Malyon Theological College, and at least six (6) and no more than eight (8) additional members appointed by the Board.
- B8.06 The Board will approve an appropriate appeal process for decisions made by the Ministerial Services Committee. The process will be documented in the Registration Guidelines.
- B8.07 The Ministerial Services Committee must appoint an Ethical Issues Response Group whose responsibilities include;
 - B8.07 (a) to investigate complaints against Ministers in accordance with the Registration Guidelines and procedures approved by the Board;
 - B8.07 (b) to provide recommendations to the Ministerial Services Committee arising out of their investigations, and;
 - B8.07 (c) to mediate or conciliate resolution of any complaint in accordance with directions given to them by the Ministerial Services Committee.

B9. OPERATION OF SERVICE GROUPS

- B9.01 Service Groups that provide particular services to the QB Movement shall be established under the management of a Coordinator, who shall be responsible to the Board through the Director of QB Services.
- B9.02 A list of Service Groups shall be maintained and appended to this Constitution.

- B9.03 The Board, on recommendation from the Director of QB Services, may set up Service Groups to meet emerging ministry needs and opportunities.
- B9.04 In deciding to establish and/or maintain a Service Group, the Board must consider the proposed purpose of the Group, and capacity of QB to meet the needs.

B10. QB SERVICES LEADERSHIP TEAM

- B10.01 A QB Services Leadership Team shall be established by the Board to coordinate and unify the ministries of QB Services.
- B10.02 The Leadership Team shall meet regularly as the Board decides.
- B10.03 The QB Services Leadership Team shall develop and implement a Board-approved Strategic Plan for QB Services.
- B10.04 Membership of the Leadership Team shall be determined by the Board, but shall generally include of The Director of QB Services, the Director of Administrative Services, the Director of Financial Services, and the heads of Charter Groups.
- B10.05 The Director of the QB Movement is an ex-officio member of the Leadership Team.

B11. REGIONAL MINISTERS

- B11.01 The Board shall set up regions throughout Queensland and appoint a Regional Minister for each region for a term of up to five (5) years.
- B11.02 The main role of a Regional Minister is to develop ministry collaboration and sharing of resources between Ministers and Churches in their region.
- B11.03 A secondary role of a Regional Minister is to provide mentoring, coaching, training and access to QB resources for Ministers and Churches.
- B11.04 Regional Ministers would normally be employed part-time and may be paid or honorary.
- B11.05 Regional Ministers are the conduit of communication between QB and the Churches. They will have access to the Director of the QB Movement, the Director of QB Services, the Director of Pastoral Services and the Director of Church Health Services.
- B11.06 Should a Regional Minister relocate to another Region, his/her appointment as a Regional Minister would normally lapse.
- B11.07 Regional Ministers are responsible to the Board through the Director of the QB Movement.

B12. AREA PASTORS

- B12.01 The Board shall set up areas within each Region, covering a number of Churches. An Area Pastor shall be appointed to liaise with Ministers serving in the Churches of each area.
- B12.02 The role of an Area Pastor is to encourage, network and pastorally support the QB Ministers in their area.
- B12.03 Area Pastors will work in collaboration with the Regional Ministers but will be accountable to and supported by the Director of Pastoral Services.

B13. FINANCIAL OPERATIONS OF QB

- B13.01 The Accounting System will be centrally administered and maintained using commonly accepted accounting practices and standards as recommended by the Auditors and approved by the Board through the Director of Financial Services.
- B13.02 Operation of Bank Accounts and Investments
- The Director of Financial Services shall determine the requirements for bank accounts to facilitate the efficient operation of QB. The Director of Financial Services shall give instructions to QB's Bank as to the opening or closing of any such bank accounts or altering the manner of operation thereof.
- B13.03 The Director of Financial Services shall keep a register and shall record or cause to be recorded therein all instructions to the Bank of QB currently applicable.
- B13.04 Accounts shall be kept at such branch of such Bank as may be decided from time to time by the Director of Financial Services.
- B13.05 Unless otherwise authorised in special circumstances by the Director of Financial Services, the Bank Accounts of QB will be operated in accordance with uniform procedure based on the following:
- B13.05 (a) Each account name shall include where appropriate the words "The Baptist Union of Queensland".
- B13.05 (b) Financial disbursements shall be made in accordance with an approval process approved by the Director of Financial Services.
- B13.05 (c) Unless otherwise authorised by the Financial Services Committee, the investment of funds shall be conducted through Baplink.
- B13.06 Financial Reporting
- The form of monthly financial reports shall be determined by the Director of Financial Services.
- B13.07 Statements showing monthly and year income to date and expenditure and balance sheets in the format as determined by the Director of Financial Services shall be prepared.

- B13.08 Audited statements showing income and expenditure and balance sheets in the format as required by law shall be prepared for all operations of QB and shall be tabled at the Annual Assembly.
- B13.09 No transfers between funds shall occur in the accounts unless specifically authorized by the Director of Financial Services or a resolution of the Board.
- B13.10 Approval of Expenditure
The Director of Financial Services shall resolve the manner by which expenditure shall be approved for payment and the manner in which such approval shall be evidenced. The Secretary of QB shall keep a record of such resolutions and the Financial Services Committee shall obtain a report from the panel of auditors showing the extent to which the resolutions have been complied with.
- B13.11 Any expenditure not previously authorised shall be subject to the Delegations of Financial Authority approved by the Board.
- B13.12 Audit Reports
The auditors shall report to the Financial Services Committee.
- B13.13 The Financial Services Committee shall agree in advance with the panel of auditors the scope and form of the audit reports.
- B13.14 QB Ministry Budgets
The Board shall normally forward the proposed budget to Members of Assembly two (2) weeks prior to the Annual Assembly for approval at the Annual Assembly.
- B13.15 Collections at QB Meetings
Unless otherwise determined by the Board, moneys collected at any QB meeting shall be paid into the general funds of QB.

B14. PROPERTY OF QB

- B14.01 The Secretary of QB shall keep a complete record of all properties owned or held in trust by QB.
- B14.02 Member Churches shall supply to the Secretary of QB annually, details of repayments on property during the financial year, and the amount of encumbrance (if any) at the end of the financial year and these shall be collated and kept at the QB office.

B15. ASSEMBLY APPOINTED STAFF

- B15.01 The following appointments are to be made by the Assembly:
- B15.01 (a) Director of the QB Movement
- B15.01 (b) Director of QB Services

- B15.01 (c) Director of Administrative Services
- B15.01 (d) Director of Financial Services
- B15.01 (e) Director of Pastoral Services
- B15.01 (f) Director of Church Health Services
- B15.01 (g) Heads of Charter Groups
- B15.01 (h) Full time Lecturers of Malyon Theological College and Malyon Vocational Training.
- B15.02 The following shall apply in relation to Assembly appointments:
- B15.02 (a) Where a position is held by an eligible person, the Board may decide to renominate the incumbent to Assembly.
- B15.02 (b) Where the position is declared vacant, the Board must set up a Nominating Committee.
- B15.02 (c) Applications for Assembly appointments shall normally be advertised to the QB Movement and where appropriate, outside the QB Movement.
- B15.02 (d) The Nominating Committee shall examine these applications and conduct any necessary interviews and shall make a nomination to the Board.
- B15.02 (e) The Board shall consider the nomination and if in favour shall recommend the nominee to Assembly.
- B15.03 The Members of Assembly shall be advised of any recommendation one (1) month prior to the Assembly at which the appointment is to be made.
- B15.04 Appointments shall be decided by the Assembly on a vote of not less than two-thirds (2/3) majority of the Members of Assembly voting in favour of the appointment.
- B15.05 Such appointments shall be for a fixed term of no longer than five years as recommended by the Board in accordance with an agreed job description.
- B15.06 The Director of the QB Movement and the Director of QB Services can serve for no longer than fifteen (15) consecutive years in their roles.
- B15.07 Staff appointed under this By-Law must be Church Members.
- B15.08 A Review Mechanism and Appraisal Process shall be mutually agreed prior to appointment. The Board shall appoint the Review Group who shall bring a report to the Board.
- B15.09 Termination or Conclusion of Appointments made by Assembly
Appointments made under this By-Law may be concluded by the appointee on three (3) calendar months' notice.
- B15.10 The Board may recommend appointees to resign from appointments under this By-Law with three (3) calendar months' notice.

- B15.11 Payment in lieu of notice may be given at the discretion of the Board.
- B15.12 Where the appointee does not accept the Board's recommendation to resign, the matter may be appealed to Assembly in the following manner:
- B15.12 (a) The Board shall appoint three (3) objective personnel mutually agreed to by the Board and the appointee to review the matter and bring a recommendation.
- B15.12 (b) The recommendations of these three (3) objective personnel shall be provided to the appointee and to the Board;
- B15.12 (c) If agreement cannot be reached, the report shall be referred to an Assembly for resolution.
- B15.13 Positions referred to in this By-Law become vacant if the officeholder ceases to be a Church Member.

B16. APPOINTMENTS– OTHER SALARIED STAFF

In this by-law, the term "Relevant Manager" shall be the Charter Group Head if the appointment is within a Charter Group or otherwise the Director of QB Services.

Other Salaried Staff shall include such functions as Service Group Coordinators, Charter Group senior management, site managers, and other senior positions as determined by the Board from time to time.

- B16.01 A Nominating Committee shall be established to identify a suitable candidate for positions under this by-law by the Relevant Manager. Applications shall normally be called in each case and the Committee shall examine these and conduct any necessary interviews and shall make a recommendation of a suitable candidate to the Board.
- B16.02 Appointments made under this by law are subject to approval by the Board.
- B16.03 Appointments shall be either for an indefinite period or for a fixed term as determined by the Relevant Manager.
- B16.04 Staff appointed under this By-Law will normally be Church Members unless otherwise determined by the Board.
- B16.05 Termination or Conclusion of Appointments
- Appointments made under this By-Law may be concluded by the appointee on three (3) calendar months' notice, in writing. The period of notice may be varied by agreement of both parties.
- B16.06 The Relevant Manager may recommend that the appointee resigns with three (3) calendar months' notice.
- B16.07 Payment in lieu of notice may be given at the discretion of the Relevant Manager.

B16.08 Where the appointee does not accept the recommendation to resign, the matter may be appealed to the Board in the following manner:

B16.08 (a) The Board shall appoint three (3) objective personnel mutually agreed to by the relevant Manager and the Appointee to bring a recommendation.

B16.08 (b) The recommendations of these three (3) objective personnel shall be submitted to the Board and provided to the Relevant Manager and the appointee who shall be asked to resolve the issue.

B16.08 (c) If agreement cannot be reached, the Board shall rule on the matter.

B16.09 Positions covered under this By-Law shall become vacant if the officeholder ceases to be a Church Member unless determined otherwise by the Board.

B17. MIDDLE MANAGEMENT

Middle Management staff shall include salaried staff appointed to managerial positions, particularly in larger Charter Groups, as determined by the Board from time to time.

B17.01 Middle Management shall be appointed by the Charter Group concerned by a process agreed to by the Board.

B17.02 Staff appointed under this By-Law shall, where possible, be Church Members, and shall agree to uphold the Christian ideals of the organisation.

B17.03 Staff appointed under this By-Law shall be appointed by agreement which shall set out their employment conditions in accordance with industry practice.

B17.04 A list of all staff appointed under this By-Law shall be provided by each Charter Group to the Board annually.

B18. CLERICAL AND ANCILLARY STAFF

Clerical and Ancillary staff shall be appointed by the Charter Group concerned and shall include office, nursing, domestic staff and the like. They shall be responsible to the appointing body and will normally be covered by an appropriate industrial award.

B18.01 Staff appointed under this By-Law shall, where possible, be Church Members, and shall agree to uphold the Christian ideals of the organisation.

B18.02 A review mechanism and appraisal process are to be mutually agreed prior to appointment and a review group appointed to meet annually with the appointee for review.

B18.03 An exit mechanism shall be mutually agreed on appointment but not less than that set out in respective awards applicable to staff or general legislation applicable from time to time.

B19. REVIEW OF QB

B19.01 A full review of the QB Movement and QB Services shall be conducted by the Board every ten (10) years, and significant evaluations of progress towards the QB Movement's and QB Services' visions and goals shall be conducted every five (5) years.

B20. COMMUNICATION

B20.01 Each Church shall have the right to express its views on the life and witness of QB through its Delegates to Assembly, to the Board, or by communicating in writing with the Director of the QB Movement, the Director of QB Services or the appropriate Charter Group Head or Service Group Coordinator.

B21. NOTICES OF MOTION TO ASSEMBLY

B21.01 Notices of motion or recommendations may be received from either Churches or the Board for consideration by Assembly. In the case of Service Groups or Committees of QB, such notices of motion will be through the Board.

B21.02 All notices of motion or recommendations by Churches shall be in writing and must be received by the Secretary of QB at least three (3) calendar months prior to the commencement of any Assembly. Such notices of motion and recommendations with the name of the initiator shall be forwarded to every Church

B22. STANDING ORDERS OF AN ASSEMBLY

B22.01 The Chair shall have complete control. If any Member of Assembly objects to a ruling by the Chair, such objection shall be made immediately in the form of a motion that the ruling or decision be disagreed with.

B22.02 All sessions shall be chaired promptly on time, and the time allotted to the various business sessions will be adhered to as scheduled (except that a Session may commence up to fifteen (15) minutes before the stated time, if the previous Session has ended), and will not be altered unless so directed by a resolution of the Assembly.

B22.03 All resolutions shall be moved and seconded, and speeches must be relevant to the matter being considered.

B22.04 A Member of Assembly proposing a resolution may speak for three (3) minutes. The proposer of an original motion, however, shall have the right to reply at the conclusion of the discussion, the reply to be subject to a limit of two (2) minutes, and to be confined to points raised in the debate.

B22.05 The time allowed to the seconder of a motion shall be two (2) minutes.

- B22.06 The time allowed to all subsequent speakers to a motion shall be two (2) minutes, unless extension of time is granted.
- B22.07 The order in which Members of Assembly are entitled to speak shall be determined by the Chair, who shall make sure that, as far as possible, a proportionate number of speakers are heard for and against a resolution. Except that on this count the Assembly shall not at any stage have its business delayed for more than one minute. If there is any general disagreement as to the order determined by the Chair, the Chair shall test the preference by a show of hands.
- B22.08 Speakers may speak only once to a motion, except as provided for other sections of this By-law.
- B22.09 A speaker shall be reminded by the sounding of a warning one (1) minute prior to the expiration time to which he/she, in accordance with these rules, is entitled. A warning shall be sounded a second (2nd) time when the speaker's time has expired and the speaker shall immediately cease to address the Assembly.
- B22.10 An extension to the time may be granted to the speaker by the Members of Assembly
- B22.11 Any Member of Assembly may rise to a point of order and must state concisely what is the alleged point of order without further speech.
- B22.12 Unless stipulated in this Constitution or By-Laws, the method of voting shall normally be on the voices. If, however, the Chair so desires, a vote may be taken by a show hands, by members standing or, if not fewer than ten (10) Members of Assembly so demand, by ballot.
- B22.13 If a vote is taken other than on the voices, the Chair may appoint tellers who will count the votes and report the result to the Chair.
- B22.14 Whenever possible, all resolutions shall be handed to the Chair in writing immediately after moving.
- B22.15 In the presentation of reports, the one presenting and moving the reports shall be allowed three (3) minutes and the seconder one (1) minute.
- B22.16 Members of Assembly may by resolution of the Chair, approved by a majority vote, suspend standing orders and impose such orders of meetings as may be approved.

B23. ARCHIVES AND RECORDS

- B23.01 QB shall establish and maintain an Archives for the collection, preservation and management of its physical and electronic records.
- B23.02 The Archives shall be under the control of an Archivist appointed by the Board.
- B23.03 Records housed in the Archives shall be subject to rules of access with the purpose of maximising their preservation and facilitating their use by bona fide researchers
- B23.04 All sections of QB, including the Board, Charter Groups, Service Groups, Ministry organisations, and Officers, shall keep formal records of their activities, and these

records shall be transferred regularly to the Archives, or be cared for in a similar manner by the originating organisation.

B23.05 Records of Member Churches, organisations and individuals related to the denomination and to Baptist work generally may also be accepted by the Archives

B23.06 When negotiating with Member Churches which cease to function or are closed, QB shall encourage them to transfer all records to the Archives.

APPENDICIES

APPENDIX 1: Charter Groups at 01/12/2021

Baplink

Carinity

Christian Education Services (CES)

Ministry and Theological Training Services (MaTTS)

Queensland Conferences and Camping Centres (QCCC)

APPENDIX 2: Service Groups at 01/12/2021

Baptist World Aid (Queensland Branch)

Ethnic and Multicultural Ministries

Global Interaction (Queensland Branch)

Indigenous Ministries

Mission To Queensland

QB Kids and their Families

QB Women

QB Youth and Young Adults

APPENDIX 3: Officers of QB at 01/12/2021

Director of the QB Movement:	Pastor Jason Elsmore
Director of QB Services	Rev Stewart Pieper
Director of Pastoral Services	Rev Dr David Elvery
Director of Church Health Services	Rev Mark Westhuyzen
Director of Administrative Services	Mr Phillip McCallum
Director of Financial Services	(vacant)
Heads of each Charter Group	Baplink: Mr Robert Chapman
	Carinity: Mr Jon Campbell
	Christian Education Services: (vacant)

Ministry and Theological Training Services: Rev Dr
Peter Francis

QCCC: Mr Andrew Grant

Chair of the Board:

Rev Peter Sweetman

Trustees of Letters Patent incorporation:

Rev Stewart Pieper

Rev Peter Sweetman

Mr Phillip McCallum

--THE END--