

**Form of Local Church Constitution approved by the trustees of ICC Missions in
a resolution passed on 20th April 2013**

LOCAL CHURCH CONSTITUTION

1. Name

The name of the Church is:

.....
("the Church")

2. Administration

2.1 The Church is established under the auspices of and as an integral part of ICC Missions, a company limited by guarantee (number 4272228) and a registered charity (number 1092123) ("ICCM")

2.2 The Church shall be administered and managed in accordance with this constitution and (subject to clause 21) with any instructions, regulations or guidelines issued from time to time by ICCM to the Leadership Team constituted by clause 5 of this constitution ("the Leadership Team")

3. Objects

The objects of the Church ("the objects") are to promote the objects of ICCM in accordance with ICCM's Statement of Beliefs, primarily in

.....
[City or Area]

4. Church Members

4.1 Church Members shall be those individuals whose names are entered by the Leadership Team into the register of the Church's Members held by the trustees of ICCM, which may be held in a computerised database or such other format as decided by the trustees of ICCM. Updates to the register shall only be allowed by such methods and intervals as specified from time to time by the trustees of ICCM.

4.2 The Leadership Team may for good reason remove any person from the register of Church Members. The Leadership Team may also exclude any person from attending services of the Church.

5. Leadership Team

- 5.1 The Leadership Team shall consist of not fewer than three nor more than fifteen Church Members.
- 5.2 Appointment of members of the Leadership Team and the term of office for which they are to serve shall be decided by such open and transparent method which engages the Church Members as may be decided from time to time by the Church Members and agreed with the trustees of ICCM who shall not unreasonably withhold such agreement.
- 5.3 Except for a contravention of clause 5.1, the proceedings of the Leadership Team shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member of the Leadership Team or by the fact that any member of the Leadership Team had vacated office.
- 5.4 Nobody shall be appointed as a member of the Leadership Team who is under the age of 18 years or who would if appointed be disqualified under the provisions of clause 9.
- 5.5 Nobody may act as a member of the Leadership Team whether on a first or on any subsequent entry into office until he or she has signed (in such form as the ICCM trustees may approve from time to time) a declaration of acceptance and of willingness to act in that capacity and such declaration has been delivered to the Secretary of ICCM.
- 5.6 In the event that a Leadership Team falls below three in number, the trustees of ICCM may bring the membership of the Leadership Team up to three by appointing one or more individuals in line with clause 5.4, who may be Church Members of any Church belonging to ICCM, as defined in the Articles of ICCM. The Leadership Team may then only act by unanimous decision, for as long as appointments made under this clause are operating. Appointments made under this clause shall immediately expire when the Church Members bring the Leadership Team membership up to at least three, in the manner specified in clause 5.2.

6. Trustees

- 6.1 The trustees of ICCM delegate authority to the Leadership Team to manage the affairs of the Church, to such an extent or manner as the trustees may from time to time decide.
- 6.2 The Leadership Team shall comply with the policies and procedures of ICCM, as approved by the trustees of ICCM from time to time.
- 6.3 The trustees of ICCM shall invite nominations for trustees from Church Members.

7. Treasurer

- 7.1 The Leadership Team shall appoint one of their number to be a Treasurer whose function shall be to oversee (and report at Leadership Team meetings on) the finances and accounts of the Church.
- 7.2 The term of office shall be determined by the Leadership Team, but he or she shall automatically cease to be Treasurer on ceasing to be a member of the Leadership Team or a Church Member.

8. Secretary

- 8.1 The Leadership Team shall appoint a Church Secretary whose function shall be to maintain the minutes of all meetings of the Leadership Team and the Church, which may be in electronic form; to give and receive notices and convene meetings on behalf of the Church; to keep minutes of meetings of the Church and the Leadership Team; and maintain and provide to the Secretary of ICCM such information and documents as are required by this constitution to be delivered to ICCM.
- 8.2 The term of office shall be determined by the Leadership Team, but he or she shall automatically cease to be Secretary on ceasing to be a Church Member

9. Termination of Membership of Leadership Team

A member of the Leadership Team shall cease to hold office if:

- 9.1 he or she is disqualified from acting as a charity trustee by section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
- 9.2 he or she dies or becomes incapable by reason of mental disorder, illness or injury of managing his or her own affairs;
- 9.3 he or she is absent without reasonable cause from six consecutive meetings of the Leadership Team and the Leadership Team resolve that his or her office be vacated;
- 9.4 he or she resigns in writing (but only if at least three members of the Leadership Team will remain in office when the resignation is to take effect);
- 9.5 he or she ceases to be a Church Member;
- 9.6 he or she is disqualified as a result of action taken in accordance with fair and proportionate disciplinary procedures that may be decided from time to time by the trustees of ICCM; or
- 9.7 the other Leadership Team members vote by at least two thirds of their number to remove him or her from office, provided that a proposal to that effect was part of the notice of the meeting given under clause 10.2.

10. Meetings and Proceedings of the Leadership Team

- 10.1 The Leadership Team shall hold at least four ordinary meetings each year.
- 10.2 Meetings may be called at any time by any two members of the Leadership Team or by the trustees of ICCM upon not less than 7 days' notice being given to the other members of the Leadership Team and the Secretary of ICCM of any special matters to be discussed. A meeting may be called by shorter notice if so agreed by three quarters of those entitled to attend.
- 10.3 There shall be a quorum when two members of the Leadership Team or one-third of their number, whichever is the greater, are present at a meeting.
- 10.4 The Leadership Team shall choose one of their number to chair meetings of the Leadership Team. If that person is absent from any meeting or unwilling to act, the members of the Leadership Team present shall appoint one of their number to preside at the particular meeting before any other business is transacted.
- 10.5 Every matter shall be determined by a simple majority of votes of the members of the Leadership Team present and voting.
- 10.6 Every member of the Leadership Team shall have one vote but in the case of an equality of votes the chair of the meeting shall have a second or casting vote.
- 10.7 A resolution in writing signed by every member of the Leadership Team shall be as valid and effectual as if passed at a duly convened meeting of the Leadership Team. The date of any such resolution shall be the date on which the last Leadership Team member signs.
- 10.8 The Leadership Team may hold their meetings by telephone or other suitable alternative means agreed by the Leadership Team by which all participants may communicate simultaneously with all other participants.
- 10.9 The Leadership Team shall keep minutes of the proceedings at its meetings and shall send to the Secretary of ICCM a copy of all minutes and all written resolutions within 21 days of the meeting or resolution.
- 10.10 The Leadership Team may by resolution make or alter rules consistent with this constitution to govern the conduct of their business, the summoning and conduct of their meetings and the custody of documents.
- 10.11 The trustees of ICCM shall be entitled to appoint a representative of theirs to each Leadership Team meeting, who may not necessarily be an ICCM trustee or a Leadership Team member. The representative may speak, but shall not vote if not a Leadership Team member. The ICCM trustees shall take all reasonable steps to appoint a representative acceptable to the Leadership Team.

11. Employees

All employees are the employees of ICCM and employment of them is subject to the employment guidelines of ICCM.

12. Conflicts of Interest

Whenever a Leadership Team member has a personal interest in a matter to be discussed at a meeting, and whenever he or she has an interest in another organisation whose interests are reasonably likely to conflict with those of the Church in relation to a matter to be discussed at a meeting, he or she must:

- (a) declare an interest before discussion begins on the matter;
- (b) withdraw from that part of the meeting unless expressly invited to remain;
- (c) in the case of personal interests not be counted in the quorum for that part of the meeting;
- (d) in the case of personal interests withdraw during the vote and have no vote on the matter.

13. Finance

- 13.1 The funds of the Church, including all donations, contributions and bequests, shall be paid into an account in the name of ICCM at such bank as the trustees of ICCM shall from time to time decide. The account shall be operated in accordance with the instructions of the trustees of ICCM.
- 13.2 The financial year of the Church shall terminate on 31 December in each year.
- 13.3 The Leadership Team shall keep proper accounting records for the Church in a form approved by the trustees of ICCM.
- 13.4 The Leadership Team shall have due regard to the solvency of the Church. They shall procure the receipt of regular management accounts sufficient for them to ensure that the Church can meet its debts and liabilities as they fall due, having regard to anticipated income and expenditure.

14. Annual Management Meeting

- 14.1 There shall be an Annual Management Meeting of the Church.
- 14.2 Every Annual Management Meeting shall be called by the Leadership Team. The Church Secretary shall give at least 21 days' notice of the Annual Management Meeting to all the Church Members, the members of the Leadership Team, and the Secretary of ICCM. The notice must state the business to be discussed, and must notify Church Members that – upon request to the Treasurer – they may obtain an annual statement of accounts for the immediately preceding financial year of the Church, the audited version of which must be used if available.
- 14.3 The Leadership Team shall present to each Annual Management Meeting the report and accounts of the Church for the preceding year. If an Annual Management Meeting is held before the Church's accounts are provisionally audited in any year, the Treasurer of the Church must comply with any

reasonable subsequent request by a Church Member, for an updated statement of the Church's accounts for the preceding year, when the audited version becomes available.

- 14.4 Where the Church has been organised into sub-entities as provided in clause 24, the Church leadership may choose to carry out the Annual Management meeting as multiple meetings as also provided for in clause 24.

15. Special Management Meetings

The Leadership Team may call a Special Management Meeting at any time. If at least ten per cent of the Church Members request such a meeting in writing - stating the business to be considered - the Church Secretary shall call such a meeting, provided that the ICCM trustees have no objection to the meeting taking place. At least 21 days' notice must be given to Church Members of the Church and to the Secretary of ICCM. The notice must state the business to be discussed.

16. Procedure at Management Meetings

- 16.1 There shall be a quorum when at least one tenth of the Church Members for the time being or five Church Members whichever is the greater, are present at any Annual Management Meeting or Special Management Meeting.
- 16.2 Every Church Member, as at the time the notice of the relevant meeting was given to the Secretary of ICCM, shall have one vote at Annual Management Meetings or Special Management Meetings.
- 16.3 The person appointed to chair meetings of the Leadership Team shall preside at every Annual Management Meeting or Special Management Meeting. If such person is absent or unwilling to act the members of the Leadership Team present shall choose one of their number to be chair. If there is no member of the Leadership Team present, or if none is willing to act, the Church Members present shall appoint a Church Member to chair the meeting before any other business is transacted.
- 16.4 The Secretary of ICCM may attend each Annual Management Meeting or Special Management Meeting, but shall only speak if called upon by the chair of the meeting to do so. He or she may only vote if he or she is a Church Member of the Church.
- 16.5 The chair of trustees of ICCM, or his or her representative, may attend each Annual Management Meeting or Special Management Meeting. He or she may only vote if he or she is a Church Member of the Church. Before each separate vote taken, he or she shall have the right to be heard in full.

17. Notices

- 17.1 Any notice required to be served on any Church Member need not be in written form. It may be given personally, or via an announcement during a Sunday church service advertised for attendance by all Church Members, or via announcements during equivalent Sunday church service in all sub-entities as

defined in section 24, or via a weekly newsletter, or by sending it by post in a prepaid envelope addressed to the Charity Member at his or her registered address or by leaving it at that address or by electronic communication to an address provided for that purpose, or by posting it on a website where the recipient has reasonably been notified of such posting.

- 17.2 Any notice required to be served on or document required to be delivered to ICCM shall be in writing addressed to the Secretary of ICCM at the address notified to the Church for that purpose.
- 17.3 Any notice may be sent by ordinary post or by e-mail.
- 17.4 Proof that an envelope containing a notice was properly addressed, prepaid and posted or proof that an e-mail was transmitted to the proper address shall be conclusive evidence that the notice was given. A notice shall, unless the contrary is proved, be deemed to be given at the expiration of 48 hours after the envelope containing it was posted or in the case of a notice contained in an e-mail at the expiration of 48 hours after the time it was transmitted.
- 17.5 In this clause "address" includes an e-mail address; and "in writing" includes writing transmitted by e-mail.

18. Irregularities Concerning Meetings

- 18.1 The proceedings at any meeting shall not be invalidated by reason of any accidental informality or irregularity (including any accidental omission to give or any non-receipt of notice) or any want of qualification in any of the persons present or voting or by reason of any business being considered which is not specified in the notice unless such specification is a requirement of the Act, as defined in the Articles of Association of ICCM.
- 18.2 No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered. Any objection made in due time shall be referred to the chair whose decision shall stand for the duration of the meeting, though may be reviewed by the trustees of ICCM in accordance with clause 20.

19. Copies of this Constitution

A copy of this constitution and minutes of all Annual Management Meetings and Special Management Meetings of the Church shall be given on request to any Church Member and a copy of this constitution may be made available for inspection by any individual seeking to become a Church Member.

20. Appeal to the Trustees of the ICCM

One or more individuals aggrieved at the activities of the Leadership Team, or the chair of an Annual Management Meeting or Special Management Meeting, may appeal to the trustees of ICCM who shall deal with the matter in accordance with any regulations made from time to time by the trustees for dealing with

such appeals. Any such appeal shall be delivered to the Church Secretary and the Secretary of ICCM.

21. Alterations to the Constitution

The provisions of this constitution may be amended from time to time in accordance with the Articles of Association of ICCM.

22. Dissolution

The Church may be dissolved in accordance with the Articles of Association of ICCM.

23. Arrangements until the first Annual Management Meeting

The first members of the Leadership Team shall be the persons whose names appear at the bottom of this document.

24. Division of the Church into sub-entities

The Church Leadership Team may choose to organise the Church into smaller entities. These sub-entities may themselves be similarly sub-divided (e.g. into regions, sectors, zones etc.). Where any such sub-entity is substantial in membership and independent in operation (e.g meeting independently for their primary worship service three or more times a month, or as otherwise prescribed by the trustees from time to time), the following shall apply:

- (a) A local leadership team shall be appointed for the new sub-entity, following the same requirements as for the whole Church Leadership Team, subject also to appointed leaders being commended by the Church Leadership team. The Secretary of ICCM shall be informed in writing of any changes to the composition of the local sub-entity leadership.
- (b) The Church Annual Management Meeting may be conducted as separate meetings in the individual sub-entities. A resolution shall be treated as if it were passed by the Church as a whole providing that the same resolution is passed by a majority vote in a comprehensive set of sub-entities (i.e. a set where no entities or sub-entities are unrepresented) within a 90-day period.
- (c) The sub-entity leadership shall be given delegated responsibility for determining Church membership within their sub-entity, applying the same membership criteria as for the Church as a whole.
- (d) The Church Leadership Team retains the right to establish new sub-entities, merge or rename such sub-entities, re-combine or dissolve such sub-entities. Members of affected sub-entities should be consulted as part of the decision-making process. The Secretary of ICCM shall be notified of all such changes, each of which should be formally approved at a meeting of the Church Leadership Team.

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