

Constitution of Windsor Baptist Church

1. The name of the Church

The name of the church is Windsor Baptist Church (“the Church”).

2. Purpose

The Church acknowledges the headship of Jesus Christ over his Church and exists to glorify the triune God by maintaining and promoting his worship both individually and corporately.

Its members devote themselves to the teachings of Scripture, to fellowship, breaking of bread, prayer and evangelism. They commit, with the help of God, to witness to the saving and sustaining power of the Lord Jesus Christ and to work for the extension of His Kingdom.

The principal charitable object of the Church is the advancement of the Christian faith according to the teachings of Scripture, the Doctrinal Statement and Baptist principles.

3. Doctrinal Statement

We, a body of sinners saved through the grace of God and immersed into the likeness of Christ’s death and resurrection, do hereby unite in Church fellowship, so that as a holy people, we may advocate the truth of God, proclaim the riches of His sovereign mercy to the lost and perishing, and by sympathy and counsel help one another in the Christ-like and heavenward life. We believe it our privilege and duty, by the Spirit’s aid, to bear one another’s burdens, and in the exercise of a tender-hearted, tolerant, forgiving kindness, to avoid everything of harsh and ungenerous criticism, recognising in each other fellow-members of that mystical body of which our risen Saviour is the Head. We seek to maintain in primitive simplicity, purity of worship and communion. We regard as essential features in the teaching of our Lord Jesus Christ, that redeemed souls should walk in newness of life and holy separation from the world, and consider those only admissible to the Lord’s Table who profess their sins forgiven through the blood of Jesus, and whose lives are in harmony with that great truth.

While desiring to extend to all believers the fullest and freest liberty of conscience, we require from all Church members an adherence to the following doctrines of our faith as understood in a simple and straightforward and evangelical sense:

- i. The plenary inspiration, sole authority and all-sufficiency of the Holy Scriptures as originally given.
- ii. The trinity in unity of the Godhead.
- iii. The essential deity, virgin birth and perfect humanity of our Lord Jesus Christ.
- iv. The personality of the Holy Spirit.
- v. The creation of humanity, male and female, in the image of God.
- vi. The creation ordinance of marriage as the union of one man and one woman.
- vii. The depraved and fallen state of man through Adam's transgression.
- viii. Atonement through the substitutionary death-sacrifice and blood-shedding of the Lord Jesus Christ.
- ix. The justification of the sinner through faith in the risen Christ.
- x. The personality of the Devil.
- xi. The second advent of our Lord Jesus Christ.
- xii. The resurrection of the body.
- xiii. The natural immortality of the soul.
- xiv. The everlasting security of the believer, and the everlasting punishment of those who die impenitent.
- xv. The perpetuity of the Ordinance of Baptism of believers by immersion in water on confession of each individual of faith in the Lord Jesus Christ.
- xvi. The Ordinance of the Lord's Supper on the first day of the week, thereby showing forth in the simple emblem of the broken bread and poured out wine, "the Lord's death, till He come".

4. Membership

4.1 The Church membership shall be composed of those who:

- i. profess repentance towards God and faith in our Lord Jesus Christ;
- ii. are baptised by immersion upon the profession of their faith;
- iii. show evidence of a life transformed by the power of Christ;
- iv. assent to the Doctrinal Statement as the teaching standard of the Church;
- v. agree that Church business shall be conducted in accordance with clauses 4 to 10; and
- vi. have been approved for membership at a Church Members' Meeting.

4.2 Responsibilities of Membership

Those admitted to membership should seek by the help of the Holy Spirit to:

- i. attend as frequently as reasonably possible the Sunday services, the Lord's supper, the midweek meetings and the Church Members' Meetings;
- ii. support the work of the Church by cheerful, systematic and proportionate giving;
- iii. be faithful in prayer for the Church: its Pastors, members and ministries;
- iv. actively seek to cultivate acquaintance with one another so that they may better be able to pray for, love, comfort, and encourage one another and help one another materially as necessity may require. Members shall seek to develop a spirit of unity in the Church and must refrain from speaking ill of one another;
- v. keep in strict confidence all matters of private concern to the Church and not discuss them with persons outside of the Church;
- vi. seek to use every opportunity to bear witness to their faith in Christ both by consistent Christian conduct and testimony, and by involvement in the work of the Church as they are able;
- vii. grant to one another liberty of conscience in those practices which God has not expressly forbidden in His Word; and
- viii. live sober, godly and righteous lives in this present evil world.

4.3 Membership Application Procedure

4.3.1 Any person who desires to become a member of the Church should contact one of the Elders. They shall be interviewed by two members (at least one being an Elder) who will be appointed by the Elders. A report of the interview shall be made to a Church Members' Meeting as set out in 6.4. The Church will be informed of all such applications prior to the meeting at which they will be considered.

4.3.2 If the applicant is or has been a member of another church of like faith and order, a reference concerning the person's standing may be obtained from that church before their name is placed before the Church.

4.3.3 Membership of the Church is also open to persons from outside the island of Ireland who are members of a church in another country but who are residing in Northern Ireland for a period of at least a year. The following conditions must be met:

- i. The church in the person's home country must be informed and agree, and
- ii. when the person ceases to reside in Northern Ireland his/her name will automatically be removed.

4.3.4 The applicant shall be informed of the decision of the meeting at the earliest opportunity.

4.3.5 The applicant shall be received into membership at a public meeting of the Church.

4.4 Removal of Membership

4.4.1 Membership of the Church may be terminated as follows:

- i. Following the death of a member, their name will automatically be removed from the membership roll.
- ii. A member in good standing who wishes to join another Baptist church (or a church of like faith and order) shall, if requested, be given a letter of commendation and will be removed from the roll following the approval of the Church.
- iii. A member may resign their membership by letter to the Church Secretary. This letter should state the reason for the resignation. The resignation will be reported at the next Church Members' Meeting after the Elders have considered the reason for the resignation.
- iv. If considered appropriate, and after pastoral care, a member may be removed for either non-attendance at the Lord's Table for a period of six calendar months without valid reason, or any other reason interpreted by the members present as constituting a valid scriptural cause for such discipline. In such a case, membership will be terminated at a Church Members' Meeting under Special Business.

4.5 Membership Roll

4.5.1 The Office Bearers shall ensure a list of the members of the Church is drawn up and kept under regular review.

5. Church Officers

The Church recognises two spiritual offices within the Church: Elders and Deacons (collectively referred to as the "Office Bearers").

5.1 Elders

5.1.1 Function of Elders

Elders shall be responsible for overseeing the affairs of the Church, with particular responsibility for spiritual matters, by being servant leaders and shepherds of the flock of God, teaching, caring for and protecting the Church from error.

5.1.2 **Qualifications for Elders**

Those persons eligible for nomination shall be duly qualified as laid down in 1 Timothy 3:1-13, Titus 1:5-7 and 1 Peter 5:1-3, and who have been in membership for at least three years.

5.1.3 **Term of Office**

After serving a period of seven years, elders shall be eligible for reaffirmation under special business up to the age of 70 years. Any continuation of service beyond that age is subject to reappointment by the Church at a Church Member's Meeting as Special Business for up to a further seven years.

5.1.4 **Appointment of Elders**

Candidates for the office of Elder shall be duly qualified men nominated by the existing Elders. The names of those nominated will be circulated to members two Sundays prior to the Church Members' Meeting at which the appointment of Elders is to take place. The appointment of an Elder shall be by ballot vote and will require a two-thirds majority of the members present and voting.

5.1.5 **Resignation of Elders**

An Elder may resign their office by giving written notice to the other Elders.

5.1.6 **Removal of Elders**

An Elder may only be removed from office at a Church Members' Meeting under Special Business.

5.2 **Deacons**

5.2.1 **Function of Deacons**

The duties of Deacons, while spiritual in nature, include the administration of the affairs of the Church to ensure the smooth, ordered and efficient running of church life and the practical care of the members.

5.2.2 **Qualifications for Deacons**

Those persons eligible for nomination shall be duly qualified members as laid out in 1 Timothy 3 and have been in membership of the Church for a period of at least two years.

5.2.3 **Term of Office**

Deacons shall stand down from office after serving a period of four years, and shall not be eligible for reappointment until the next election of deacons with the exception of the deacons holding the offices of Secretary or Treasurer, who shall upon retirement be immediately eligible for re-election and, if re-elected, shall continue as Secretary or Treasurer as the case may be.

5.2.4 **Appointment of Deacons**

Candidates for the office of Deacon shall be nominated in writing by two members. Persons nominating candidates must first obtain their consent. The names of those nominated will be circulated to members two Sundays prior to the meeting at which the appointment of Deacons is to

take place. The appointment of a Deacon shall be by ballot vote and require a two thirds majority of the members present and voting. The Office Bearers shall have the power at any time to co-opt as Deacon any such person who is retired from office, but the person co-opted shall hold office only until the next election of deacons and shall then be eligible for re-appointment.

5.2.5 Resignation of Deacons

A deacon may resign their office by giving written notice to the Office Bearers.

5.2.6 Removal of Deacons

A Deacon may only be removed from office at a Church Members' Meeting under Special Business.

5.3 Pastors

The Church recognises the gift of Pastor to prepare God's people for service that the Church might be built up. The man appointed by the Church as Pastor shall also serve as an Elder, displaying the gift and qualifications, as laid down in scripture in 1 Tim 3:1-13; Titus 1:5-9; 1 Peter 5:1-3, and affirm and hold unreservedly the Doctrinal Statement of the Church.

5.3.1 Appointment of Pastor

The Elders shall propose a name to the Church at a Church Members' Meeting under Special Business where the call of a Pastor is to be considered. The appointment of a Pastor shall be by ballot vote and require a two-thirds majority of the members present and voting. The terms of the Pastor's appointment shall be negotiated by the Elders and Deacons according to guidelines approved by the Church. Any stipend and expenses received are to be viewed as a method of providing material support to the Pastor and are not to be viewed as consideration for service.

5.3.2 Term of office

In considering the call of God to move on to service in some other setting, a Pastor should not lightly consider leaving the flock over which the Holy Spirit has made him overseer. He should consult with the Elders and be willing to give due weight to the counsel given. However, appointment will be terminable by agreement of the Church with a minimum of three months' notice or earlier by agreement.

5.3.3 Removal of Pastor

A Pastor may only be removed from office at a Church Members' Meeting under Special Business.

5.3.4 The arrangements above shall also apply to those serving as Associate, or Youth Pastor, or similar appointment.

5.4 Secretary and Treasurer

The Elders and Deacons shall appoint two of the Office Bearers as The Church's Secretary and Treasurer.

5.5 Charity Trustees

The Church will appoint Charity Trustees to satisfy the requirements of the Charities Act (Northern Ireland) 2008.

5.6 Appointment and Removal of Charity Trustees

5.6.1 Given the nature of their responsibilities, the duly appointed Elders and Deacons shall serve as the Charity Trustees in accordance with the Charities Act (Northern Ireland) 2008.

5.6.2 Appointment to the role of Charity Trustee will terminate on cessation of holding the office of Elder or Deacon.

5.6.3 The Church Members' Meeting, acting in accordance with the procedures set out in 5.1, 5.2, 6.2, 6.3 and 6.5, shall appoint, remove and accept the resignation of Charity Trustees.

5.6.4 No person may serve as a Charity Trustee who is disqualified by law from acting as a Charity Trustee. Any duly elected Office Bearer who is disqualified by law from acting as a Charity Trustee may retain the office of Elder or Deacon and discharge the duties of that post.

5.6.5 There must be a minimum of three Charity Trustees at all times.

5.7 Responsibilities of the Charity Trustees

5.7.1 The Charity Trustees shall be responsible for the governance of the Church and the fulfilment of the purpose as stated in clause 2, acting according to the will of God as discerned by the Church Members' Meeting and in accordance with the specific and general directions of that Meeting.

5.7.2 The Charity Trustees shall ensure, in accordance with the instruction of the Church Members' Meeting, that:

- i. the appropriate level of insurance for building, public and employer's liability is held; and
- ii. all properties including those held on separate property trusts, (except those buildings that are required to be kept in repair and insured by a tenant) are kept in the appropriate state of repair.

5.8 Powers of the Charity Trustees

5.8.1 The Charity Trustees, under the direction and authority of the Church Members' Meeting, shall manage the business of the Church and have the following powers in order to further the Church's purpose:

- i. power to make rules and regulations for the governance of the Church provided they are not in conflict with this constitution and gain the approval of the Church membership;
- ii. power to make grants that further the charitable purpose stated in clause 2. For the avoidance of doubt any disbursement of funds by the Church as part of the "Association of Baptist Churches in Ireland" or to the "Northern Baptist Corporation Limited" shall be considered as furthering the charitable purpose of the Church.
- iii. power to do all such other lawful things as are necessary for the achievement of the purpose as stated in clause 2.

5.9 Remuneration of Charity Trustees

5.9.1 Subject to the provisions of clauses 5.9.2, 5.9.3 and 5.9.4, none of the income of the Church may be paid to any Charity Trustee of the Church.

5.9.2 Charity Trustees shall be reimbursed reasonable and proper expenses and other payments permitted by statute or specifically authorised by the Charity Commission for Northern Ireland.

5.9.3 Notwithstanding the fact that any Pastor or Pastors appointed by the Church are Charity Trustees, they will be entitled to be paid an agreed and reasonable stipend and expenses out of the funds of the Church. Any Trustee appointed by the Church as a member of the Missionary Family will be entitled to financial support of the Church according to the Missionary Policy.

5.9.4 Where it is proposed that a Charity Trustee (or person, firm or company connected with the Charity Trustee) is to be employed or receive remuneration or sell goods or services or any interest in land to the Church this shall be permitted only if:

- i. the Charity Trustee or any person connected with the Trustee who may benefit directly or indirectly from the proposed remuneration declares an interest in the proposal before discussion on the matter begins;
- ii. the Charity Trustee and any connected persons absent themselves from any part of any meeting at which the proposal is discussed and take no part in any discussion of it and are not counted in determining whether any such meeting is quorate;
- iii. the Charity Trustee does not vote on the proposal;
- iv. the remaining Charity Trustees who do not stand to receive the proposed benefit are satisfied that it is in the interest of the Church to contract with or employ that Charity Trustee (or

- connected person) rather than another independent person and must record the reason for their decision in the minutes;
- v. in reaching that decision the Charity Trustees undertake to balance the advantage of contracting with or employing a Charity Trustee against the disadvantage of doing so (especially the loss of the Charity Trustee's services as a result of dealing with the Charity Trustee's conflict of interest);
 - vi. the Charity Trustees authorising the proposed transaction comprise a majority of the Charity Trustees and have not themselves received any such benefit.
 - vii. any such arrangement is subject to the conditions in Section 88 of the Charities Act (Northern Ireland) 2008.

5.10 Indemnity of Charity Trustees

- 5.10.1 When exercising any power (whether given to them by this constitution, or by statute, or by any rule of law) in administering or managing the charity, each of the trustees must use the level of care and skill that is reasonable in the circumstances, taking into account any special knowledge or experience that he or she has or claims to have ('the duty of care').
- 5.10.2 No trustee, and no one exercising powers or responsibilities that have been delegated by the trustees, is liable for any act or failure to act unless, in acting or in failing to act, he or she has failed to discharge the duty of care.
- 5.10.3 A Charity Trustee may benefit from trustee indemnity insurance cover purchased at the charity's expense in accordance with, and subject to the conditions in, section 93 of the Charities Act (Northern Ireland) 2008.

6. Church Meetings

- 6.1 The Church gathered in prayerful dependence upon God is the Biblical means by which the will of Christ is to be established by the Church and as such, under the Lordship of Christ, is the seat of authority in the Church.

Business of the Church shall be transacted at Church Members' Meetings, and at the meetings of the Office-bearers and Charity Trustees.

6.2 Church Members' Meetings

- 6.2.1 These meetings shall normally be convened four times a year: in March, June, September and November.
- 6.2.2 Business transacted at these meetings will either be 'Special Business' or 'Ordinary Business'.

6.2.3 The Agenda shall be circulated to members in advance of the meetings.

6.3 Special Business

6.3.1 Special Business of the Church shall include:

- i. the appointment or removal of a Pastor;
- ii. the appointment and removal of Church Office Bearers and Charity Trustees;
- iii. decisions relating to the erection, purchase, lease, sale or alteration of Church property;
- iv. approving the stipend to be paid to Church Officers and employees;
- v. setting the annual budget for expenditure delegated to the Church Office Bearers;
- vi. approval of the annual accounts;
- vii. the setting apart of missionaries and other full-time workers;
- viii. the amendment of the Church Constitution;
- ix. the dissolution of the Church in accordance with clause 11;
- x. the transaction of urgent business, other than that laid out in items (i)-(ix).

6.3.2 Notice of Special Business shall be given at the services on the two preceding Sundays. The matter to be discussed at this meeting shall be made available to each member no later than the Sunday prior to such a Meeting.

6.3.3 An attendance of one third of members at Church Members' Meetings, excluding Non-Resident Members, shall be required to form a quorum, otherwise no decision shall be taken relating to Special Business.

6.3.4 A Non-Resident Member is a member of the Church who normally resides outside of Northern Ireland, and is not present in Northern Ireland on the date of the meeting. A list of Non-Resident Members shall be maintained by the Church Secretary.

6.3.5 No Special Business shall be deemed to be transacted unless two-thirds of those present and voting signify their assent thereto.

6.4 Ordinary Business

6.4.1 Ordinary Business of the Church will include:

- i. receiving reports of the work of the Church;
- ii. receiving reports of ongoing and future projects;
- iii. receiving an updated financial position of the Church;
- iv. the transaction of business for all matters concerning membership of the Church, except for matters arising under clause 4.4.1 (iv); and
- v. deciding any other matters not considered Special Business.

- 6.4.2 Notice of Ordinary Business shall be given at the services on the preceding Sunday.
- 6.4.3 No Ordinary Business requiring a vote shall be deemed to be transacted unless a majority of those present and voting signify their assent thereto.

6.5 General requirements for Church Members' Meetings

- 6.5.1 All Church Members' Meetings shall be conducted under normally accepted rules of procedure.
- 6.5.2 Church Members' Meetings may be called by:
- i. the Church Office Bearers;
 - ii. any twenty members of the Church, provided a signed requisition is given to the Secretary stating the precise matter to be discussed.
- 6.5.3 Business conducted at Church Members' Meetings will be regarded by members as confidential.
- 6.5.4 Motions shall normally be put to the meeting for a show of hands. In cases of doubt the chairman shall direct the scrutineers to make a count and report the result.
- 6.5.5 The Chairman may, at his discretion, direct that a motion be decided by a ballot vote.
- 6.5.6 Any ten members of the Church may demand a ballot vote on any motion before the Church in a Church Members' Meeting.
- 6.5.7 No resolution passed at any meeting shall be rescinded at the next meeting unless notice of the resolution for such rescission has been given at a prior meeting.

6.6 Office Bearers' Meetings

- 6.6.1 Elders and Deacons shall meet regularly. The date of each meeting shall be ordinarily set at the previous meeting.
- 6.6.2 Elders and Deacons may meet separately but shall hold joint meetings at least four times each year to consider those matters which affect the life of the Church and which are of interest to both groups. The quorum for Office Bearers' Meetings shall not be fewer than two persons, or one half of their number, whichever is the greater number.
- 6.6.3 Meetings of Elders or Deacons may be convened to consider matters of urgency arising between the regular Meetings.
- 6.6.4 All such Meetings shall be conducted in confidence.
- 6.6.5 Minutes shall be kept at all meetings and shall be circulated in a timely fashion.
- 6.6.6 The Church Treasurer shall report to the Office Bearers at each joint meeting on the current financial position of the Church.

6.7 Charity Trustees' Meetings

- 6.7.1 Subject to there being a minimum of two meetings a year, the Charity Trustees shall determine when and how frequently they shall meet.
- 6.7.2 The Charity Trustees shall determine a quorum for their full meetings that shall not be fewer than two persons, or one half of their number, whichever is the greater number.
- 6.7.3 In addition to the meetings of the whole group, the Charity Trustees may meet in such sub-groups as are necessary and convenient. Reports of such subgroup meetings must be made to the next full Charity Trustees' Meeting.
- 6.7.4 Charity Trustees shall, so far as possible, seek consensus on all matters considered at their meetings.
- 6.7.5 For matters requiring a decision, a vote shall be taken and the outcome of the vote recorded as the resolution of the Charity Trustees.
- 6.7.6 Each Charity Trustee shall have one vote to be exercised at the meeting.
- 6.7.7 Every issue may be determined by a simple majority of votes cast at a meeting of the Charity Trustees but if there is an equality of votes on any matter, the resolution will be considered rejected and the matter shall be referred back to the submitter for review and, if appropriate, resubmission to a subsequent meeting for consideration. Charity Trustees shall respect the confidentiality of their meeting.
- 6.7.8 Minutes shall be prepared of the proceedings at the meetings of the Charity Trustees, containing the names of those present, the decisions taken and, if appropriate, the reasons for the decisions.
- 6.7.9 The Charity Trustees shall always act in accordance with the provisions of this constitution.

7. Application of Capital and Income

- 7.1 The income and capital of the Church shall be applied solely towards the promotion of the purpose as stated in clause 2 with the provision that the Charity Trustees may adopt an appropriate Reserves Policy.

8. Record Keeping and Accounting

- 8.1 The Church's annual financial year will run from 1 January to 31 December.
- 8.2 An Annual Report of the activities of the Church shall be prepared each year.
- 8.3 A statement of the Church accounts incorporating financial statements of all Church organisations (audited or independently examined as required by law) shall be presented annually at a Church Members' Meeting for approval.

- 8.4 Financial records, annual reports and statement of accounts relating to the Church for the previous six years must be available for inspection by any Charity Trustee.
- 8.5 The Charity Trustees shall make the required annual report and accounts (approved by the Church Members' Meeting) available to any member who requests them.

9 Amendments to the Church Constitution

- 9.1 Subject to clause 9.2, this Constitution may be amended, but only by a Special Resolution passed at a Church Members' Meeting according to the requirements set out in 9.4.
- 9.2 No amendment may be made to this Constitution that would have the effect of making the charity cease to be a charity at law. No amendment may be made to clauses 2, 5.9, 7 and 10 without the prior written permission of the Charity Commission for Northern Ireland.
- 9.3 No amendment may be made to the Purpose (Clause 2) that would advance beliefs or practices that conflict, contradict or are inconsistent with the faith and moral teachings of the Church as set out in the Doctrinal Statement and Constitution.
- 9.4 A copy of any resolution amending this Constitution shall be sent to the Charity Commission for Northern Ireland within twenty-one days of its being passed.
- 9.5 Amendments to the Constitution shall require notice of motion at a Meeting of the Church at least eight weeks before the Church Members' Meeting at which the proposed amendment will be discussed. The full text of the proposed change shall be circulated in writing to all members at least four weeks before the proposed Special Meeting at which the change is to be considered.

10. Closure

- 10.1 The Church may dissolve by decision of a Church Members' Meeting convened as set out in 6.3.
- 10.2 On dissolution, where property assets of the Church are held by separate trusts, those trusts will govern the distribution of the property assets.
- 10.3 On dissolution, the assets of the Church (other than the property assets), after the satisfaction of debts and liabilities, shall be applied for charitable purposes that further the purpose of the Church as stated in clause 2.
- 10.4 The Charity Trustees shall notify the Charity Commission for Northern Ireland of any closure or dissolution.