



The Rules of Association
and
Constitution
of
The Church of the Southern Cross Inc.

Revised 19th January, 2009

**THE RULES OF ASSOCIATION OF
THE CHURCH OF THE SOUTHERN CROSS Inc.**

1. Name

[a] The name of the Association is the Church of the Southern Cross Inc.

[b] In these rules, unless the contrary intention appears:

‘CEEC’ means the Communion of Evangelical Episcopal Churches

‘The Diocese’ means the Church of the Southern Cross

‘Constitution’ means the Constitution of the Church of the Southern Cross

‘Board’ means the Board of management of this incorporated Association

‘Committee’ means a committee appointed by the Board under these rules

‘Act’ means the Association Incorporations Act 1985

‘Regulations’ means the Church of the Southern Cross regulation

2. Mandate

The mandate of the Church of the Southern Cross, as a member Diocese of the International Communion of Evangelical Episcopal Churches (CEEC), is to serve the people of the Australasia/Oceania Region. An early European explorer to this Region, Pedro Fernandez de Quiros, made the following statement when he landed in Vanuatu. His statement has been adopted as the guiding vision of the Diocese:

“Let the heavens, the earth, the waters with all their creatures and all those here present witness that I, Captain Pedro Fernandez de Quiros ... in the name of Jesus Christ ... hoist this emblem of the Holy Cross on which his person was crucified and whereon he gave his life for the ransom and remedy of the whole human race .. on this day of Pentecost, 14th May 1606.

I take possession of all this part of the south as far as the pole in the name of Jesus ... which from now on shall be called the Southern Land of the Holy Ghost ... and this always and forever ... and to the end that ... the holy and sacred evangel may be preached zealously and openly.”

3. Objects of the Association

The objective of the Church of the Southern Cross is:

To participate in God’s mission of reconciliation to the whole created order by:

1. encouraging people in their personal relationship with the one God and creator of all things, his Son Jesus Christ the only saviour and mediator and the Holy Spirit

the sustainer of all life and guide who uniquely gifts and empowers people for ministry.

2. fulfilling the Great Commission of St. Matthew (28:19-20) by proclaiming the Gospel, planting churches and engaging in mission.
3. assisting in the relief of oppression and human suffering wherever it is found.
4. living in accordance with God's will as faithful custodians of creation and all its resources for future generations.
5. contending for the faith that was once for all entrusted to the saints (Jude 3).
6. encouraging the unity of the whole Christian Church.
7. embracing the fullness of Christian spirituality in all aspects of the life of the Church – Evangelical, Charismatic and Sacramental.

4. Statements of belief in carrying out the Objects of the Association.

4.1 Doctrine and Practice

The doctrinal position of the Association is found in the Preamble of the Constitution, which is included at Schedule A of these Rules.

4.2 Liturgical Worship [Refer: Section V of the Constitution]

[a] Approved Liturgies. Refer: Preamble, Title 5, para E, and Section V, Title 1, para B of the Constitution.

[b] The existing liturgy of each congregation may be replaced by an alternative liturgy providing the doctrine and practice of the new liturgy is consistent with those doctrines and practice stated in the Preamble of the Constitution at Schedule A of these Rules. Before such changes are submitted to the Diocesan Bishop for approval, the Rector will convene a Special Meeting of the congregation in accordance with the provisions of the Constitution including details of the proposed changes. Approval by the congregation will require a two-thirds majority of those present.

[c] When changes to the liturgy are appropriate for specific occasions/celebrations, a two-thirds majority of the governing body of the congregation only will be required.

[d] With reference to the celebration of the Holy Eucharist we affirm the statement contained in Article 28 of the 39 Articles of Religion in the Anglican Book of Common Prayer 1662.

4.3 Ministry

The ministry of the Church is derived from the biblical understanding of Christians as God's royal priesthood [1 Peter 2:9] which understands the whole people of the Church as vested with the ministry of reconciliation [2 Corinthians 5:18]. The vocational nature of the ministry of the Church is described in St. Paul's letter to the Ephesians 4, vv 11-16 and 1 Timothy 3:1-10,12.

The three fold ministry of Bishops, Presbyters and Deacons [1 Timothy 3:1-10.12] is not seen as distinct from the five fold ministry of Apostle, Prophet, Evangelist, Pastor and Teacher [Ephesians 4:11], but incorporated within it along with those lay people who are being called by God to leadership in ministry.

The process of the Church's commissioning of people to ministry is the recognition by the Church of God's ordination. The 'setting apart' of certain people by ordination or commissioning recognizes their functional gifts and responsibilities for the proper order of the church, the care of its people, and for the preparation of the people for the work of ministry.

The role of ministry of Bishops, Presbyters and Deacons is outlined in Section IV of the Constitution.

The role of lay ministry can be summarised as follows:-

1. For most lay people, the primary opportunities for ministry occur in their homes, school and workplaces. This has important implications for ministry development and training.

Since gifts are given for the purposes of God within the life of the church, there needs to be some accountability within the church for the way gifts are used.

The processes of discernment, training and openness to feed back asks of lay people a high investment of time, emotional energy and at times, finances. Lay people need to have confidence that ministries which have been recognised, and in which they have been trained, will not simply be abandoned because, for example, a new rector or bishop is not comfortable with them.

This implies a deeper understanding amongst the ordained ministers that they are servants of the faith communities in which they live, and that it is lay people who provide continuity of ministry in the Parish.

2. It is the constant and confident exercise of the gifts of the laity [which in turn depends on the insight and encouragement of the clergy] which makes the church an effective and faithful agent of God's Kingdom.

Paul's letter to the Ephesians chapter 4 verses 11-16 affirms this principle.

"...Christ appointed some to be apostles, others to be prophets, others to be evangelists, others to be pastors and teachers. He did this to prepare all God's people for the work of Christian service, in order to build up the body of Christ. So we shall come together to unity in our faith and in our knowledge of God – we shall come to full maturity, measured by the stature of Christ..."

"...Maintaining the truth in a spirit of love we shall grow up fully into Christ. He is the head, and on him the whole body depends – it is bonded and held together at every joint. When each part works as it should, the whole body grows and builds itself up in love."

5. Powers of the Association

The Association shall have the powers conferred by Section 25 of the Act, and shall be subject in all things to the provisions of the Constitution of the Church of the Southern Cross [Refer: Schedule A of these Rules].

6. Membership

6.1 [a] A person may be a member of the Church of the Southern Cross if that person is a baptised Christian who chooses to worship in a congregation of people who believe in the objects and doctrines of the Church of the Southern Cross.

[b] A person becomes a communicant member upon the acceptance into membership of the Church of the Southern Cross. [Refer: Section I, Title 1, para B of the Constitution].

[c] Only communicants of legal voting age, in good standing, who have been members for the six months immediately prior to a congregational meeting shall be entitled to vote therein.

6.2 Subscriptions

[a] Membership of the Church of the Southern Cross is not dependant on the payment of an annual subscription.

[b] Monetary support of the Church of the Southern Cross is recommended along the principles of tithing. [Refer: Section III, Title 2 of the Constitution]

6.3 Resignation

A member may resign from membership of the Church of the Southern Cross by giving written notice to the Public Officer of the Association.

6.4 Expulsion of a Member

Refer to Section VI of the Constitution – ‘Correction and Grievance’.

7. The Board

7.1 Powers and Duties

[a] The affairs of the Church of the Southern Cross are managed exclusively by a Board which in addition to any powers and authorities conferred by these rules may exercise all such powers and do all such things as are within the objects of the Association, and are not by the Act or by these rules required to be done by the Association in general meeting.

[b] The Board has the management and control of the funds and other property of the Association.

[c] The Board shall have authority to interpret the meaning of these rules and any other matter relating to the affairs of the Association on which these rules are silent yet shall not have the authority to override the Bishop’s interpretation of the Rules.

[d] The Board shall appoint a Public Officer as required by the Act.

7.2 Appointment

[a] The Board shall be comprised of a Chairperson, Vice Chairperson, Secretary, Treasurer and a minimum of two and a maximum of six additional Board members.

[b] A Board member shall be a natural person.

[c] The first Board meeting of the Association shall be appointed from the promoters of the Association, or be comprised of such persons as hold office prior to incorporation. The first Board shall hold office until the first Annual General Meeting after the election and installation of the first Bishop of the Church of the Southern Cross. At this time, one half of the elected members of the Board shall retire from the Board. At each subsequent Annual General Meeting one half of the elected members of the Board, being the longest serving members, shall retire.

[d] The Chairperson of the Board shall be the Diocesan Bishop. The Vice-Chairperson of the Board shall be appointed by the Bishop. The Secretary and Treasurer may be appointed by the Bishop or the Board.

[e] A retiring Board member shall be eligible to stand for re-election without nomination. No other person shall be eligible to stand for election unless a member of the Association has nominated that person at least 28 days before the meeting by delivering the nomination of that person to the Secretary of the Board. The nomination shall be signed by the proposer and by the nominee.

[f] Notice of all persons seeking election to the Board shall be given to all members of the Association, together with the notice calling the meeting at which the election is to take place.

[g] The Board may appoint a person to fill a casual vacancy, and such a member shall hold office until the next annual general meeting of the Association and shall be eligible for election to the Board without nomination.

[h] All elected members will be appointed to the Board by the Bishop in accordance with Section I, Title 3, para C of the Constitution.

7.3 Proceedings of the Board

[a] The Board shall meet together for the despatch of business at least four times a year.

[b] Questions arising at any meeting of the Board shall be decided by a majority of votes, and in the event of equality of votes the Chairperson shall have a casting vote in addition to a deliberative vote.

[c] A quorum for a meeting of the Board shall be one half of the members of the Board.

[d] The Board shall have authority to enact By-Laws and Policies which must be ratified by a two-thirds majority of members at the following Annual General Meeting. The Secretary will be responsible for compiling a record of all By-Laws and Policies. The By-Laws form Schedule B of these Rules and Policies form Schedule C.

7.4 Disqualifications of Board Members

The office of a Board member shall become vacant if a Board member is:

- Disqualified from being a Board member by the Act;
- Expelled as a member under these rules;
- Permanently incapacitated by ill health;
- Absent without apology from more than four meetings in a financial year;
- No longer the duly appointed representative of a corporate member.

8. The Seal

The Association shall have a common seal upon which its corporate name shall appear in legible characters.

The seal shall not be used without the express authorisation of the Board and every use of the seal shall be recorded in the minute book of the Association. The affixing of the seal shall be witnessed by the Chairperson and the Secretary.

9. General Meetings

9.1 Annual General Meetings

[a] The Board shall call an Annual General Meeting in accordance with the Act and these Rules.

[b] The first Annual General Meeting shall be held within 12 months after the election and installation of the first Bishop of the Church of the Southern Cross, and thereafter within five months after the end of its financial year.

[c] The order of the business at the Annual General Meeting shall be:

- i. the confirmation of the minutes of the previous Annual General Meeting and of any Special General Meetings held since that meeting.
- ii. the consideration of the accounts and reports of the Bishop's Council and the auditor's report [if auditor's report is required]

- iii. the election of Board members
- iv. the appointment of auditors [if required – see rule 11.5]
- v. any other business requiring consideration by the Association in an Annual General Meeting.

9.2 Special General Meetings

The Board may call a Special General Meeting of members of the Church of the Southern Cross at any time allowing 28 days notice to advise members of the necessary details.

10. Minutes

[a] Proper minutes of all proceedings of General Meetings of the Association and of meetings of the Board, shall be entered within one month after the relevant meeting in minute books kept for the purpose.

[b] The minutes kept pursuant to this rule must be confirmed by the members of the Association or the members of the Board [as relevant] at a subsequent meeting.

[c] The minutes kept pursuant to this rule shall be signed by the Chairperson of the meeting at which the proceedings took place or by the Chairperson of the next succeeding meeting at which the minutes are confirmed.

[d] Where minutes are entered and signed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.

11. Financial Reporting

11.1 Financial Year

Notwithstanding the Constitution Section III, Title 1, para. D. the first financial year of the Association shall be the period ending on the next 30 June following incorporation, and thereafter a period of 12 months commencing on 1 July and ending on 30 June of each year.

11.2 Accounts to be kept

The Association shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Association in accordance with the Act

11.3 Accounts and reports to be laid before members

The accounts, together with the auditor's report on the accounts and the Chairperson's report, shall be tabled before members at the Annual General Meeting.

11.4 Annual Return

The annual return shall be lodged with the Office of Consumer and Business Affairs within six months after the end of each financial year. It must be accompanied by a copy of the accounts, the auditor's report and the Chairperson's report.

11.5 Appointment of auditor

[a] At each Annual General Meeting the members shall appoint a person to be auditor of the Association.

[b] The auditor shall hold office until the next Annual General Meeting and is eligible for re-appointment.

[c] If an appointment is not made at an Annual General Meeting, the Board shall appoint an auditor for the current financial year.

12. Committees

[a] The Board may establish committees to facilitate the objects of the Association.

[b] The Board must establish guidelines for the operation of the committees and specify the area of work and reporting procedures that the committees are to perform. The Board may revise these guidelines at its discretion.

[c] Any committee must obtain the written approval of the Board to incur any liability for the Association.

[d] The tenure of any committee is always at the discretion of the Board.

[e] Any committee must consist of a minimum of three persons and a maximum of eight persons. At least one member of the committee shall be a member of the Board or an authorised representative of the Board.

[f] Any committee must obtain the approval of the Board for any change to its guidelines or membership.

[g] Each committee must elect a coordinator and other officers as become necessary for the operation of the committee. The coordinator, as required by the guidelines in clause 12 [b] of these rules must provide the Board with reports for presentation at Board or Special General Meetings. Each report must detail the activity of the committee and the financial position of the committee. The committee must provide any information requested by the Board, and a failure to do so allows the Board to cancel the tenure of the committee.

13. Government of the Parish

The rules governing the establishment and administration of a local church or ministry are to be found in Section I of the Constitution.

14. Prohibition against securing profits for members

The income and capital of the Association shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to members or their associates except as bona fide remuneration of a member for services rendered or expenses incurred on behalf of the Association.

15. Winding Up

The Association may be wound up in the manner provided for in the Act.

16. Application of Surplus Assets

[a] If after the winding up of the Association there remains 'surplus assets' as defined in the Act, such surplus assets shall be distributed to any organisation which has similar objects and has rules which prohibit the distribution of its assets and income to its members.

[b] Such organisation or organisations shall be identified and determined by a resolution of members in general meeting.

17. Rules

These rules may be altered [including an alteration to the Association's name] by special resolution of the members of the Association provided that such alterations never conflict with the Canons of the Communion of Evangelical Episcopal Churches or its successor. This includes rescission or replacement by substitute rules excluding the one specifically mentioned in this paragraph.

The alteration shall be registered with the Office of Consumer and Business Affairs, Corporate Affairs and Compliance Branch, as required by the Act.

The registered rules shall bind the Association and every member to the same extent as if they have respectively signed and sealed them, and agreed to be bound by all of the provisions thereof.