

CONSTITUTION OF FORT WILLIAM BAPTIST CHURCH SCIO

(Scottish charitable incorporated organisation)

ANY REFERENCE IN THIS CONSTITUTION TO “THE ACT” SHALL BE DEEMED TO BE A REFERENCE TO THE CHARITIES AND TRUSTEE INVESTMENT (SCOTLAND) ACT 2005 OR TO ANY LEGISLATION AMENDING OR REPLACING THE SAME

1 NAME

The Church is to be called Fort William Baptist Church SCIO (“the Church”).

2 PURPOSES

The Church’s purposes (“the Purposes”) are the advancement of the Christian faith primarily in Fort William and District and also throughout Scotland and the rest of the World by all means consistent with the teachings of the Christian Bible, including worship, ministry, mission, prayer, witness, education, community service and the support of agencies and individuals and other charitable organizations involved in Christian missionary work and the relief of poverty or other social needs.

In pursuance of the Purposes (but not otherwise), the Church shall have all powers required to implement the Purposes (including, but not restricted to those listed in Part (3) of the Appendix) and shall also have power to do the following so far as consistent with the terms of the Act:

1. To carry on any other activities which further any of the Purposes.
2. To do anything which may be incidental or conducive to the furtherance of any of the Purposes.

3 ACCOUNTING RECORDS AND ANNUAL ACCOUNTS

1. The Church’s financial year shall end on 31st December.
2. The Trustees of the Church shall ensure that proper accounting records are maintained in accordance with all applicable statutory requirements.
3. The Trustees shall prepare and present to the Church Meeting annual accounts, complying with all relevant statutory requirements. If an audit is required under any statutory provisions, or if the Trustees otherwise think fit, the Trustees shall ensure that an audit of such accounts is carried out by a qualified auditor.

4. TRUSTEES

1. The Trustees of the Church are those persons having general control and management of the administration of the Church and shall be the Pastor(s) if any and Elder(s) and Deacon(s).
2. Pastor(s) shall be appointed, and Elder(s) and Deacon(s) shall be elected, in accordance with the procedures set down in Appendices 4 and 5 respectively.
3. The Deacon(s) shall nominate from among their number a Secretary and a Treasurer, whose nomination shall be submitted to the Church Members for approval at a Church Meeting.
4. The Church Meeting may appoint as Trustee any member of the Church who is willing to act as such provided that the person concerned is not disqualified from acting as the trustee of a charity in terms of the Act.
5. Any remuneration paid to a Trustee of the Church must satisfy the criteria laid down in Section 67 of the Act. [Section 67 should be referred to for its detailed terms, but in brief summary it permits remuneration of a Trustee or Trustees provided that the basis of the remuneration is set out in a written agreement and that a majority of the Trustees must be unremunerated.]

6. An individual ceases to be a Trustee when (i) they cease to hold the post of Pastor, Elder or Deacon; (ii) they cease to be a Member; (iii) they give notice to the Leadership team of their resignation as a Trustee; or (iv) they become disqualified from holding the office of Charity Trustee in terms of the Act.
7. The Leadership Team may suspend a Charity Trustee from office by a resolution of a Leadership Team Meeting to that effect if: such Charity Trustee is considered to have become incapable for medical or other reasons of carrying out the duties of a Charity Trustee, but only if that incapacity has continued (or is reasonably expected to continue) for a period of more than 6 months; or such Charity Trustee is absent without good reason (in the reasonable opinion of the Leadership Team) from 3 or more consecutive Leadership Team Meetings; or such Charity Trustee is considered to have been in serious or persistent breach of the Charity Trustee's duties.

5. OFFICE BEARERS

1. The Office-Bearers of the Church shall normally be the Pastor, Secretary and Treasurer of the Church, or in the event of a pastoral vacancy the Secretary and Treasurer of the Church.
2. All heritable properties owned or acquired by the Church shall be held on behalf of the Church by the office bearers of the Church as trustees for title-holding purposes.

6. CHURCH MEETINGS

Church Members shall meet together not less often than annually in a Church Meeting under the guidance of the Holy Spirit and under the Lordship of Christ to discern the mind of God in the affairs of the Church. The procedures for the Church Meeting shall be as described in Appendix 6. A record of the meeting will be taken, and a copy circulated to members prior to the next Church Meeting.

When a vote is required on any matter, each member will be entitled to one vote.

7. PERSONAL INTEREST

1. Any member of the Church having a personal interest in any transaction or arrangement which the Church is proposing to enter into, must declare that interest at the Church Meeting, or Trustees' Meeting or any other relevant meeting at which such matter is discussed, and will be debarred from participating in or voting on whether or not the Church should enter into that transaction or arrangement.
2. Provided that he/she has declared his/her interest (and has not voted on the question of whether the Church should enter into the relevant arrangement), a Trustee will not be debarred from entering into an arrangement with the Church in which he/she has a personal interest and may retain any benefit which he/she gains from his/her participation in that arrangement.

8. TRUSTEES MEETINGS

The Elders and/or Deacons shall meet together as often as considered necessary to plan Church meetings, put decisions into action, and ensure that the church fulfils its Purposes within all relevant guidelines. Leadership Team meetings will normally be convened by the Minister or Secretary, but may be called by any Charity Trustee if so required.

At least 7 days' notice must be given of all Leadership Team Meetings, unless in the reasonable opinion of the Charity Trustee calling the meeting there is a degree of urgency which makes a shorter period of notice necessary.

The quorum for a Leadership Team Meeting is a minimum of two thirds of the Charity Trustees, present in person or via video or audio call where all attending can hear each other. Decision making will generally be by consensus. When a vote is required, each Trustee will be entitled to one vote. For a resolution to be passed a majority of at least two thirds of the vote will be required.

Minutes of all Leadership Team meetings will be taken and circulated to all Trustees within a week of the meeting.

9. MEMBERSHIP

The Church is congregational in its form of church government and is in membership with the Baptist Union of Scotland, which is Registered Scottish Charity Number SC004960 (“the Union”). The Church is committed to the Declaration of Principle of the Union (the text of which appears in Part 1 of the Appendix to this Constitution). The Church is also committed to the Statement of Faith which appears in Part 2 of the Appendix.

1. Membership of the Church is open to any person who professes faith in Jesus Christ as Saviour and Lord, and agrees with, and is personally committed to, the Purposes set out in Section 2, including the Declaration of Principle and the Statement of Faith. Baptism will not be essential for membership, but will be offered to those prepared for discipleship.
2. Any person desiring to become a Member must notify the Leadership Team who will arrange for two members including one elder or deacon to meet with the prospective candidate. If the candidate is recommended to the membership and no evidence can be produced showing the candidates inability to satisfy clause 9.1 or 9.4 they will be welcomed into membership at a Sunday service.
3. A Minister will be deemed to be a Member for the duration of the Minister’s appointment as a Minister
4. By joining the Church, members shall come under the following obligations:-
 1. to attend regularly at public worship, including the ordinance of the Lord’s Supper.
 2. to contribute systematically to the Church’s finances as the Lord has prospered them;
 3. to use their gifts in the service of Christ and His Church;
 4. to maintain the spirit of Christian love and unity;
 5. to show evidence of their Christian character in all things;
 6. to share in the fulfilment of the Lord’s Commission in Matthew 28:19-20.
5. Should members fail to fulfil their obligations over an extended period, the Church leadership shall arrange for such members to be visited by appropriate representatives of the Church with a view to reviewing their membership. Should the situation remain unchanged the Deacons & Elders may recommend to the Church Meeting the removal of such persons from the Church’s membership.
6. In case of private offences between members of the Church, the rule prescribed by Christ in Matthew 18:15-17 shall be faithfully observed. In cases of open backsliding, glaring inconsistency or grave doctrinal error, the Church shall be entitled to exercise discipline according to the Christian Bible. Where there are serious difficulties involving the Pastor(s), Office-Bearers, Trustees and/or other Leaders of the Church, assistance will be sought from the Union and/or the wider Baptist family and consideration will be given to utilizing the services of the Peaceful Transformation Team or other similar facility offered by the Union.
7. All matters private to the Church including matters discussed at the Church Meeting shall be treated by members as strictly confidential.
8. A copy of this Constitution shall be given to each member. Applicants for membership shall be made fully aware of its content before acceptance into membership.
9. If a Member gives notice of withdrawal from membership to the Leadership Team, the person giving notice will cease to be a Member as from the date on which the Leadership Team receives the notice.

10. FUNDS AND CHARITABLE ASSETS

None of the Church's assets may be distributed or otherwise applied (on being wound up or at any other time) except to further its charitable purposes.

11. DISSOLUTION

1. If 10 or more members of the Church (or a two-thirds majority in the case of membership becoming less than 15) are of the opinion that it is necessary or advisable the Church should be dissolved, they shall call two consecutive Church Meetings of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given to all the members of the Church.
2. If a two thirds majority of members attending and voting at two consecutive church meetings resolve that it is necessary or advisable to dissolve the Church, then it shall be dissolved.
3. In the event of the Church being dissolved or otherwise ceasing to exist the Trustees will remain in office as Trustees of the Church and will be responsible for winding up the affairs of the Church.
4. The Trustees must collect in all the assets of the Church and must make provision for all the liabilities of the Church.
5. In the absence of any contrary decision by a majority vote of two-thirds of the members present and voting at a Church Meeting, the assets of the Church shall on the dissolution of the Church become the property of the Union (or should the Union not then exist, the association of Baptist Churches which may then be engaged in promoting objects similar to those of the Union ("the Association")), to be applied in accordance with the charitable purposes of the Union or the Association (if applicable). In the event of a contrary decision being made as detailed above, the Trustees will ensure that the assets of the Church are applied to another named body (or bodies) which has purposes which are the same as or which resemble closely the purposes of the SCIO set out in its constitution.
6. If the Church is to be dissolved, the winding-up process will be carried out in accordance with the procedures set out in the Act.
7. The members of the Church have no liability to pay any sums to help to meet the debts (or other liabilities) of the Church, if it is wound up. Accordingly, if the Church is unable to meet its debts, the members will not be held responsible.
8. The Trustees of the Church have certain legal duties under the Act and clause 11.7 does not apply to any personal liabilities the Trustees might incur if they are in breach of those duties.

12. AMENDMENTS

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

1. A resolution is passed by a majority vote of two thirds of the members present and voting at a Church Meeting of which not less than 14 days' notice (stating the terms of the resolution amending the Constitution to be proposed) shall be given to all the members of the Church.
2. The Trustees of the Church shall ensure that a copy of any such amendment is kept with this Constitution.
3. No amendment may be made that would have the effect of making the Church cease to be a Church at law.
4. Consent to the amendment is obtained from the Office of the Scottish Charity Regulator ("OSCR"), if required in terms of the Charities and Trustee Investment (Scotland) Act 2005 or any amendment, re-enactment or legislation in replacement thereof ("the Act").
5. Notification of the amendment is given to OSCR.

Appendices to the Constitution of Fort William Baptist Church (SCIO)

Appendices needed to guide the Church but which do not form part of this constitution for adoption or amendment purposes are as follows:-

Appendix No	Description
Appendix Part 1	Declaration of Principle of the Baptist Union of Scotland
Appendix Part 2	Statement of Faith
Appendix Part 3	Additional Specific Powers of the Trustees of the Church
Appendix Part 4	Procedure for the recognition and election of Deacons and Elders
Appendix Part 5	Procedure for the call of a Pastor
Appendix Part 6	Procedure for Church Meetings

APPENDIX PART 1 DECLARATION OF PRINCIPLE OF THE BAPTIST UNION OF SCOTLAND (“THE UNION”)

The basis of the Union is:-

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

APPENDIX PART 2

STATEMENT OF FAITH

1. Fort William Baptist Church is a local church built upon the basic foundational truths of Christianity, as revealed in the Bible. We believe that:

1. there is one living and true God who lives eternally in three persons, Father, Son, and Holy Spirit.
2. God is the creator and sustainer of all things; He is sovereign in revelation, redemption, reconciliation, and final judgment.
3. the Bible, as originally given, is the inspired and infallible Word of God. It is the supreme authority in all matters of belief and behaviour.
4. Humankind has been created by God, male and female, in dignity and in His own image, to live in loving fellowship with him. Yet all people are corrupted by sin and are therefore alienated from God and subject to His condemnation. Their hope of reconciliation to God rests alone in salvation through His Son, the Lord Jesus Christ.
5. the Lord Jesus Christ, God's incarnate Son, is fully God; He was born of a virgin; His humanity is real and sinless; He died on the cross, was raised bodily from death and is now reigning over heaven and earth.
6. human beings are redeemed from their sinful state and are reconciled to God only through the sacrificial death once and for all time of their representative and substitute, Jesus Christ, the only mediator between them and God.
7. those who repent of their sins and trust in Christ for redemption are pardoned and accepted in God's sight only because of the righteousness of Christ credited to them; this justification is God's loving act of undeserved mercy, received solely as His free gift of grace and not by their own efforts.
8. God the Holy Spirit alone enables sinners to turn to God from their sin and to trust in Jesus Christ. He unites sinners with Christ through new birth and lives in all who believe. He empowers them for discipleship, growth in Christlikeness, and witness to the world.
9. the Church, both universal and local, is the Body of Christ to which all true believers belong, whose primary purpose is to display God's glory and to share the good news of His loving salvation through faith, word and deed.
10. the Lord Jesus Christ established two ordinances to be practiced by His Church, believers' baptism and the Lord's Supper (Communion).
11. the Lord Jesus Christ will return in person, to judge everyone, to execute God's just condemnation on those who have not repented and to receive the redeemed to eternal glory.

APPENDIX PART 3 ADDITIONAL SPECIFIC POWERS OF THE TRUSTEES OF THE CHURCH

1. To purchase, take on lease, hire, or otherwise acquire, any property or rights which are suitable for the activities of the Church.
2. To improve, manage, develop, or otherwise deal with, all or any part of the property and rights of the Church.
3. To sell, let, hire out, license, or otherwise dispose of, all or any part of the property and rights of the Church.
4. To borrow money, and to give security in support of any such borrowings by the Church.
5. Power to enter into any contracts and/or to sign any documentation required to give effect to the above.
6. To employ such staff as are considered appropriate for the proper conduct of the activities of the Church, and to make reasonable provision for the payment of pension and/or other benefits for members of staff, ex-members of staff and their dependents.
7. To engage such consultants and advisers as are considered appropriate from time to time.
8. To effect insurance of all kinds (which may include Trustees' liability insurance).
9. To invest any funds which are not immediately required for the activities of the Church in such investments as may be considered appropriate (and to dispose of, and vary, such investments).
10. To liaise with other voluntary sector bodies, local authorities, UK or Scottish government departments and agencies, and other bodies, all with a view to furthering the Objects.
11. To establish and/or support any other charitable body, and to make donations for any charitable purpose falling within the Objects.
12. To form any charitable company (or Scottish charitable incorporated organization) with similar objects to those of the Church, and if considered appropriate, to transfer to any such company or organization (without payment being required from the company or organization) the whole or any part of the assets and undertaking of the Church.
13. To take such steps as may be deemed appropriate for the purpose of raising funds for the activities of the Church.
14. To accept grants, donations, and legacies of all kinds (and to accept any reasonable conditions attaching to them).

APPENDIX PART 4

PROCEDURE FOR THE RECOGNITION AND ELECTION OF DEACONS & ELDERS

1. Composition of the Eldership

1. The size of the Deaconate and the Eldership shall be minimum 4 maximum 10.
2. Elders or Deacons shall be at least 18 years of age, shall be members of at least 12 months standing.
3. Deacons or Elders shall be appointed only by election by the Church Meeting or temporarily by co-option.
4. All Pastors of the Church shall ex-officio be Elders during the period of their pastorate.

2. Term of Service

1. Elders and Deacons shall serve for a term of three years.
2. Deacons and Elders may be re-elected by the Church Meeting following their three year term, but may not serve consecutively for more than nine years without a sabbatical of at least twelve months. For further terms of service, the nomination, election, and appointment process shall begin again. (The requirement for a sabbatical break shall not apply to Deacons serving as Secretary or Treasurer).
3. In recognition of the scope of their roles and responsibilities and mutual accountability, Elders may not concurrently serve as deacons. Likewise, deacons may not concurrently serve as Elders.

3. Recognition and Nomination of Elders and Deacons

1. An election of Deacons and Elders shall be held at every Annual General Meeting.
2. Not less than two months before the AGM, the Church Secretary shall inform members of the names of those Elders and Deacons who will be retiring and of those who will be eligible for re-election.
3. Deacons: On the eighth and seventh Sundays before the AGM, nominations for the office of Deacon shall be called for at all services. Prospective Deacons should be nominated on the basis of the evidence of Christian maturity and relevant biblical qualifications and gifting. Nomination forms shall be made available by the Church Secretary. Forms must be completed and returned to the Church Secretary not later than the fourth Sunday before the AGM and must be signed by a proposer and a seconder, both church members, and by the nominee to signify his/her willingness to serve.
4. Elders: Prospective Elders shall usually be identified by the current Eldership on the basis of the evidence of Christian maturity and relevant biblical qualifications and gifting. Any two Church Members may propose the name of another member for consideration by the Elders. Candidates for Eldership shall be approached by two Elders who shall communicate the reason for their approach, explain the biblically defined roles and responsibilities involved and invite the candidate to consider prayerfully the matter.

4. Voting

1. If the candidate is willing to proceed, a period of assessing the candidate's call through bible study and discussion with an Elder shall ensue. If there is recognition of God's leading on the part of both the Eldership and candidate, the nomination process begins. Nominations by the Elders shall be given to the Church Secretary not later than the fourth Sunday before the AGM.
2. Nominees who have not previously served on the Diaconate or Eldership of Fort William Baptist Church shall, before accepting nomination, meet with a Deacon and an Elder to familiarize themselves with the responsibilities of the office of Deacon and Elder and the remit of both leadership bodies.
3. A list of deacon and elder candidates nominated shall be published not later than the third Sunday before the AGM.

5. Procedure

1. Voting at the AGM shall be by ballot following the procedure outlined in Appendix 6.
2. To be elected, a candidate must receive at least 75% of the votes cast.

6. Co-Option of Deacons and Elders

1. If insufficient deacons or elders are elected to fill all the vacancies, or if deacons or elders leave office before completing their three-year term of service, the Diaconate or Eldership (respectively) may fill the vacancies by co-option, subject to affirmation by the Church Meeting. Co-opted deacons or elders may serve only until the next AGM. They may then stand for election, provided that, if elected, their total period of consecutive elected service would not then exceed nine years.

7. Statement of Faith

1. Following their election, and as soon as reasonably practicable, the Church shall hold an act of commissioning when newly (re)elected Elders and Deacons shall publicly affirm their acceptance of the Statement of Faith of the Church.

APPENDIX PART 5 PROCEDURE FOR THE CALL OF A PASTOR

1. Role of Church Members
 1. The responsibility of each church member is to pray, to attend as many meetings as possible and to vote.
 2. The whole procedure shall be underpinned by regular and frequent corporate prayer.
2. Search Committee
 1. The Church Meeting will establish a Search Committee with a membership of up to 10 of whom a majority shall be elders and deacons.
 2. It would be appropriate for an act of commissioning to be held for the Search Committee.
3. Moderator
 1. The Church Meeting will appoint an external Moderator whose functions will consist of chairing Search Committee meetings and those Church Meetings relating to the call of a pastor, advising generally on all matters coming before the Committee and ensuring that everything is carried out properly and in order.
 2. If the Moderator is not available to chair any meeting of the Search Committee the Committee will appoint a chair.
4. Initial consideration of candidates
 1. The Search Committee will consider, select, and meet with potential pastor(s). If it is not practical for a candidate to come to Fort William Baptist Church to meet the Committee, the Committee will hold discussions with the candidate. These may take the form of a conference call or other alternative. An invitation to preach and meet with the Fellowship will be given to a candidate unless more than two members of the Search Committee present object.
 2. After a candidate, accepting the invitation, has preached, and met the Fellowship, the Search Committee will meet to consider its view regarding the candidate.
 3. A Special Church Meeting [SCM] will be called to discuss the candidate fully and openly in the light of views expressed by Search Committee members. The view of the membership will be obtained by a private ballot of church members present. For matters to proceed further not less than 80% must be in favour.
5. Candidate as sole nominee
 1. If the result of the SCM vote is positive the Search Committee will invite the candidate to return and preach as sole nominee and meet with the Fellowship again. If the candidate accepts the invitation notice will be given for a further SCM to be held normally no more than 5 days following the second visit to preach and arrangements made for a postal ballot. If the result is negative or the candidate declines the invitation the Search Committee will return to (4).
 2. After the candidate has preached and met with the Fellowship as sole nominee, the Search Committee will meet to review the present position and decide upon the recommendation it will bring to this second SCM. The unanimity of the Committee is to be desired when recommending the candidate. For there to be a recommendation in favour of the candidate not less than 90% of the Committee present must be in agreement.
 3. At the SCM, the Search Committee will give its fully reasoned recommendation; there will be full opportunity for discussion by the Meeting. For a call to be issued by the Church to the candidate it will be necessary for there to be at least two-thirds of those present and voting at a properly constituted Church Meeting in favour of the candidate.
 4. The Church Secretary will contact the candidate with the result of the vote and the decision of the Meeting. The reply from the candidate regarding the call will be given to the Fellowship and, if the call is accepted, the Search Committee will be dissolved. If the decision was not to issue a call or if the call is declined, the Search Committee will return to (4).
6. Variation in procedure
 1. Exceptionally and with the agreement of the Church Meeting, the sequencing in the above procedure may be varied but not the voting percentages.

APPENDIX PART 6 PROCEDURE FOR CHURCH MEETINGS

1. General Meetings

1. The church must hold a General Meeting within twelve months of the date of adoption of this Constitution.
2. An Annual General Meeting must be held in each subsequent year and not more than fifteen months may elapse between successive Annual General Meetings.
3. Prior to the Annual General Meeting, the Church accounts, and the accounts of all the organizations of the Church, including details of salaries or other remuneration and allowances paid to the staff of the Church and of expenses reimbursed to such staff and/or to other members of the Church, shall be independently examined or audited by suitably qualified persons in accordance with the requirements of current legislation.

2. Procedure for Church Meetings.

1. The minimum period of notice required to hold any Church Meeting is fourteen clear days from the date on which the notice is deemed to have been given.
2. A Church Meeting may be called by shorter notice, if it is so agreed by all the members entitled to attend and vote.
3. The notice must specify the date, time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an Annual General meeting, the notice must say so.
4. The notice must be by intimation in the Church or posted or emailed to all the members of the Church. If it is considered beneficial or necessary, the meeting may be held either fully or partially online.
5. No business shall be transacted at any Church Meeting unless a quorum is present. The quorum may be made up of members present physically or online.
6. A quorum is 10 members. Entitled to vote upon the business to be conducted at the meeting.
7. If a quorum is not present within half an hour after the time appointed for the meeting, or during a meeting a quorum ceases to be present, the meeting shall be adjourned to such time and place as the Trustees shall determine.
8. The Trustees must reconvene the meeting and must give at least seven clear days' notice of the reconvened meeting stating the date, time and place of the meeting.
9. If no quorum is present at the reconvened meeting within fifteen minutes after the time specified for the start of the meeting the members present at that time shall constitute the quorum for that meeting.

3. Chairperson

1. Church Meetings shall be chaired by the Pastor, Elder or Deacon who has been elected as Chair.
2. If the Chair is not present within fifteen minutes after the time appointed for holding the meeting, the members present and entitled to vote must choose one of the Eldership present, to chair the meeting.