

**Conference of Churches of Christ
in Victoria and Tasmania, Inc**

Constitution

Churches of Christ, Tasmania

Purpose

Churches of Christ, Tasmania is a Partner Department of the Conference of Churches of Christ in Victoria and Tasmania

Churches of Christ, Tasmania has responsibility as trustee of the property of affiliated Churches of Christ in the State of Tasmania.

1. Name

This constitution refers to the Association incorporated by the *Churches of Christ Tasmania Act 1978* under the name *Churches of Christ, Tasmania*.

2. Definitions

Act means the *Churches of Christ Tasmania Act 1978*.

Association has the same meaning as in the Act.

CEO means the person holding office as Chief Executive Officer of the Properties Corporation.

Churches of Christ, Tasmania means the body incorporated by that name by the Churches of Christ Tasmania Act 1978 (No. 40 of 1978) of the State of Tasmania.

Conference means the **Conference of Churches of Christ in Victoria and Tasmania, Inc** incorporated under the *Associations Incorporation Act 1981* of the State of Victoria.

Conference Constitution means the constitution for the time of Conference

Conference Council means the governing body of Conference.

Conference Executive Officer means the person holding that office under the Conference Constitution.

COCT means *Churches of Christ, Tasmania*

Executive has the same meaning as in the Act.

Instantaneous communications device shall include telephone, radio, television or any other audio and/or visual device which permits instantaneous communication.

Partner Department has the same meaning as in the Conference Constitution.

Properties Corporation means the body incorporated under the name *The Properties Corporation of the Churches of Christ* by The Churches of Christ in Victoria Property Act 1941 (No. 4818/1941) of the State of Victoria.

Properties Corporation Trustees means the persons holding office as Trustees under the Property Act.

Property Act means *The Churches of Christ in Victoria Property Act 1941* of the State of Victoria.

Tasmanian Affiliates means those Churches of Christ, mission agencies or other bodies situate in Tasmania which are now or may hereafter become affiliated with the Conference in accordance with the Conference Constitution.

Trust Property has the same meaning as in the Act.

3. Interpretation

- 3.1 A reference to the Convention in the Act shall be deemed to mean a meeting of Conference held in accordance with Clause 8 of the Conference Constitution.
- 3.2 A reference to an affiliated Church of Christ in the Act shall be deemed to mean a Tasmanian Affiliate.
- 3.3 For the purposes of Section 6 of the Act, admission of a Church of Christ, mission agency or other body situate in Tasmania to the Conference shall be deemed to be admission of such Church of Christ, mission agency or other body to the Association.

4. Constituents

For the purposes of this Constitution and section 4(2)(b) of the Act, the members of the Association will be all those Churches of Christ, mission agencies or other bodies situated in Tasmania which are now or may hereafter become affiliated with Conference.

5. The Executive

5.1 The Executive will consist of:-

- 5.1.1 A **President** who shall be the person for the time being holding office as Chairman of the Properties Corporation Trustees;
- 5.1.2 A **Secretary** who shall be the person for the time being holding office as the Chief Executive Officer of the Properties Corporation;
- 5.1.3 The remaining Properties Corporation Trustees;
- 5.1.4 Two persons from within the membership of the Tasmanian affiliates appointed by the Conference.
- 5.1.5 The Conference Executive Officer (ex officio)

- 5.2** Where a Tasmanian member of the Executive resigns prior to the end of their term, Conference Council may appoint an interim replacement for ratification at the next Conference AGM.
- 5.3** The President, Secretary and one other appointed by the Executive shall comprise an executive committee that may act for and on behalf of the Executive where terms of reference on a particular matter or given area have been provided by the Executive to the executive committee and a report of all decisions and transactions by the executive committee is laid before the next meeting of the Executive.

6. Role of the Executive

- 6.1 The Executive shall:-
- 6.1.1 Attend to all matters relating to the Act and the trusteeship of Trust Property.
 - 6.1.2 Advise Conference Council on and property or trusteeship matters in respect of the State of Tasmania
 - 6.1.3 Advise Conference Council on the operation of this constitution and from time to time recommend amendment thereof;
 - 6.1.4 Review, disallow, amend and/or confirm all decisions laid before it by the executive committee;
 - 6.1.5 Report to the Annual General Meeting of Conference
 - 6.1.6 From time to time, employ such legal or other representation as it deems proper and appropriate to fulfil its functions under the Act or this Constitution

7. Meetings

- 7.1 The Executive shall meet at least once annually and at such other times as it deems necessary to carry out its functions.
- 7.2 The Quorum of any meeting shall be 4 members one of whom must be an appointee under Paragraph 5.1.4.
- 7.3 Subject to the Act, any rules made under Section 13 of the Property Act currently in force or which may hereafter be promulgated shall as nearly as possible apply to the Executive.
- 7.4 *Electronic meetings*
- 7.4.1 A meeting of the Executive may be called or held using any technology consented to by all of the members of the Executive. Consent of a member of the Executive for the purposes of this clause may be a standing one. A member of the Executive may only withdraw his or her consent within a reasonable time before the meeting of the Executive.

- 7.4.2 For the purposes of this Constitution, the contemporaneous linking together by an instantaneous communication device of a number of members of the Executive not less than the quorum, whether or not any one or more of the Executive is out of Australia, shall be deemed to constitute a meeting of the Executive and all the provisions of this Constitution as to meetings of the Executive shall apply to any such meeting held by an instantaneous communication device provided the provisions of this clause are complied with.
- 7.4.3 All the members of the Executive for the time being entitled to receive notice of the meeting of the Executive shall be entitled to notice of a meeting held by an instantaneous communication device and to be linked by an instantaneous communication device for the purpose of such meeting. Notice of any such meeting shall be given on the instantaneous communication device or in any other manner permitted by this Constitution.
- 7.4.4 Each of the members of the Executive taking part in the meeting by an instantaneous communication device must be able to hear each other member of the Executive taking part at the commencement of the meeting.
- 7.4.5 A member of the Executive may not leave a meeting held by an instantaneous communication device by disconnecting his or her instantaneous communication device unless he or she has previously expressly notified the chair of the meeting of his or her intention to leave the meeting and a member of the Executive shall be conclusively presumed to have been present and to have formed part of the quorum at all times during such a meeting until such notified time of his or her leaving the meeting.
- 7.4.6 A minute of the proceedings at meetings held by an instantaneous communication device shall be sufficient evidence of such proceedings and of the observance of all necessary formalities if certified as a correct minute by the chair of the meeting.
- 7.4.7 For the purpose of this clause “instantaneous communication device” shall include telephone, television or any other audio and/or visual device which permits instantaneous communication.

8. Finance

- 8.1 Without prejudice to the powers of the Association under the Act, the Executive may raise funds, open bank accounts, approve signatories and manage finance in fulfilment of its functions under the Act or this Constitution.
- 8.2 The Executive shall submit to the Conference Annual General Meeting a duly audited financial statement in relation to any and all funds which may come under its control.

9. Common Seal

- 9.1 Under Section 4 (6) of the Act, the Executive shall have the custody of the common seal of the Association, and a majority of members of the executive shall have power to use or direct the use of such seal for the purposes for which the use of the seal is required.

- 9.2 Under Section 4 (7) of the Act, the seal shall only be affixed by virtue of a resolution of a majority of the executive members, and in the presence of two members of the executive, and the President or Secretary for the time being of convention, and the two members and the President or Secretary shall sign their names to the document to which the seal is so affixed.

10. Alterations to the Constitution

- 10.1 This Constitution shall only be altered by a Resolution of Conference.
- 10.2 Before a proposed alteration of this Constitution is presented to Conference, Conference Council shall consult with the Tasmanian Affiliates and for that purpose may if it deems it appropriate in the circumstances call a special meeting of the Tasmanian Affiliates.

11. Disputes and mediation

The procedure laid out in the Conference Constitution shall be followed.

12. Non-profit Organisation

The assets and income of the Executive shall be applied solely in the furtherance of its purposes and no portion shall be distributed directly or indirectly to the members of the Executive except as bona fide compensation for services rendered or expenses incurred on behalf of the Association

13. Dissolution of the Executive

In the event of the Executive being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to the Conference.