



CONSTITUTION

Adopted at the Northern Baptist Association
Annual General Meeting on *[Friday 3rd November 2023]*

1. NAME

The name of the Association shall be the Northern Baptist Association.

2. OBJECTS

The Northern Baptist Association (hereafter called the Association) is the family of Baptist Churches from Franklin to the Northern part of the North Island set up to promote interests specific to the Baptist churches in the region and to further the interests of the Baptist Union within the region, as defined by the Assembly Council of the Baptist Union of New Zealand. The Association will aim to connect, support and resource churches, to develop long term and short-term regional plans, to hold accountable Association staff.

3. MEMBERSHIP

- a. The Association shall consist of all Baptist churches in membership with the Baptist Union of New Zealand within the geographic area of the Association.
- b. All appointments of delegates to the Annual General Meeting of the Association or to office within the Association shall be members in good standing of an Association church and residing within the Association's region.
- c. Church members will actively participate in the affairs of the Association and contribute an annual donation to the work of the Association sufficient for it to function effectively.
- d. Churches and fellowships seeking membership can apply to the Regional Board which will put in place a process for this to take place. The Regional Board has the sole authority to accept fellowships into membership and makes recommendations to the Baptist Union of New Zealand for churches to become members of the Baptist Union and the Association.

4. GOVERNANCE

The Association shall be governed through its Annual General Meeting and the Regional Board.

5. ANNUAL MEETING

- a. The Annual General Meeting of the Association shall be held each year at such time as the Board may determine. The Association Administrator will notify all Association churches by post or email of the time and venue for the Meeting, giving a minimum of 42 days' notice.
- b. Annual General Meeting agenda items shall be submitted to the Board for approval no later than 21 days before the Meeting.
- c. All documents related to the Annual General Meeting will be disseminated no later than 14 days prior to the Meeting (with the exception of any changes to the Constitution – they requirements of Clause 12 apply).
- d. Any member of an Association church or fellowship shall have the right to attend the Annual General Meeting.
- e. The following, however, shall have the right to speak and vote at the Annual General Meeting:
 - 1. A maximum of four officially designated members from each church in the Association.
 - 2. One member of each recognised Baptist fellowship within the Association region.
- f. The business to be transacted at the Annual General Meeting shall include the following:
 - 1. Consideration of the Annual Report from the year ending 31st August preceding the Annual General Meeting.
 - 2. Consideration of the Treasurer's statement of the income and expenditure for the Association at the close of the period duly reviewed or audited by a member of the Institute of Chartered Accountants of New Zealand.
 - 3. Consideration of forward and annual plans and a budget for the ensuing year.
 - 4. Election of the Regional Board and Reviewers or Auditors.
- g. The quorum for an Annual General Meeting shall be representation from 33% of the churches and fellowships forming the Association.

6. REGIONAL BOARD

- a. The Association Regional Board shall consist of up to eight members elected at the Annual General Meeting. Board members are to be members in good standing of an Association church.
- b. Nominations for board members must be submitted to the Chairperson, with written approval from the nominee's church leadership, no less than 21 days before the Annual General

Meeting. Nominees for board membership will be announced to the Association no less than 14 days before the Meeting.

- c. Board members will be elected for a two-year term. Board members may serve for up to three continuous terms after which a year's stand down is required before they become eligible for reappointment.
- d. The Board has the right to co-opt up to three Board members during each year to replace Board members who have had to resign or for projects or work of a special nature.
- e. The Association Administrator shall serve as Secretary to the Board but without voting rights.
- f. The Board shall appoint its own Chairperson for its regular meetings, and a Chairperson to preside over the Annual General Meeting.
- g. The Board shall meet at least six times a year. It shall be responsible for:
 - Working for the collective and individual health and growth of Association churches and fellowships.
 - Advising the Association on matters of policy and direction.
 - Development of an annual regional plan.
 - Holding the Regional Leader accountable.
 - Receiving reports from the churches.
 - Initiating new ventures.
 - Ensuring there are nominations at the Annual General Meeting for the Board and any committees the Board sets up.
 - Working collaboratively with staff and committees of the Baptist Union of New Zealand to further joint aims in the region.
- h. No Association Board member shall receive directly or indirectly a pecuniary gain or any kind whatsoever as a result of his or her membership of the Association Board, provided that the foregoing shall not preclude reasonable payments being made to any member of the Association Board by way of bona fide salary, wages or independent consultancy fees.

7. REGIONAL STAFF

- a. Association staff are those appointed as leaders in their particular ministry area. The lead executive role and position will be ratified at the Annual General Meeting. The Association Board is able to make other staff appointments on its own cognisance.
- b. The Association staff will form the team responsible to the Board for the day-to-day functioning of the Association under the control of a regional executive position.
- c. The Association Administrator is appointed by the Board and is responsible to it.

8. SPECIAL GENERAL MEETINGS

Special general meetings may be held for urgent or important business that cannot wait for the next Annual General Meeting. Special general meetings may be called by the Association Board or if fifteen (15) or more churches tell the Administrator in writing the reasons for asking for a special

general meeting. The Administrator will call a special general meeting within three (3) weeks of receiving the request. The quorum for a special general meeting will be representation by 25% of the member churches. If the special general meeting is being held at the request of 15 or more church members, then the quorum will include at least seven (7) of those who made the request.

9. ACCOUNTS AND RECORDS

The financial year of the Association shall end on 31st August. The Administrator through the Association Board shall be responsible for retaining records of the Association Board's work in accordance with New Zealand law and good practice.

10. REGIONAL BOARD COMMITTEES

The Association Board shall have the power to set up committees for specific projects. They will report directly to the Board unless otherwise constituted.

11. SOCIAL SERVICES

Baptist Action, Baptist Foundation Ltd, Howick Baptist Healthcare Ltd, Iosis Ltd, and Baycrest Village (Baycrest Charitable Trust) are social service organisations that are responsible to the Association through the Regional Board, either through written agreements, shareholding, or their trust deeds. Each organisation will report to the Regional Board and Association Annual General Meeting annually and each organisation is entitled to two representatives at the Association Annual General Meeting.

12. ALTERATION TO THE CONSTITUTION

No alteration shall be made to the Constitution except at an Annual General Meeting or at a special general meeting called for the purpose. In either case an alteration can only be made after written notice of motion is given to the churches at least two months prior to the meeting at which the proposed alteration is to be considered.

13. WINDING UP

The Association may be wound up if three quarters of the members voting at an Annual or Special General Meeting pass a resolution to wind up. Any surplus assets will be distributed to the Baptist Union of New Zealand.

Date	Action
3rd September 2023	Advise of Constitution changes
22nd September 2023	Advise date of AGM (3 rd November 2023).
13th October 2023	Receive agenda items for the AGM from churches. Nominations for board members to be received.
20th October 2023	All AGM documents to be sent out. Nominees for board membership to be sent out.