

BRITISH UNION CONFERENCE OF
SEVENTH-DAY ADVENTISTS

CONSTITUTION

30 October 1994

**BRITISH UNION CONFERENCE OF SEVENTH-DAY ADVENTISTS
STANBOROUGH PARK, WATFORD, HERTS WD2 6JP**

CONSTITUTION

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ARTICLE 1 - NAME

The name of this organization shall be known as the British Union Conference of Seventh-day Adventists and is hereinafter referred to as "this Union Conference". This Union Conference is a member and constituent unit of the Trans-European Division of the General Conference of Seventh-day Adventists.

ARTICLE 2 - TERRITORY

The territory of this Union Conference shall comprise England, Wales, Scotland, Northern Ireland, Republic of Ireland, and all adjacent British Islands.

ARTICLE 3 - PURPOSE

- (a) The purpose of this Union Conference (hereafter referred to as "the Purpose") is to proclaim the everlasting Gospel of our Lord and Saviour Jesus Christ, to teach the commandments of God as the supreme rule of life and to persuade people to become His disciples and responsible members of the church and to support charitable work which is in harmony with the doctrines and principles of Seventh-day Adventists.
- (b) In furtherance of the Purpose but not further or otherwise this Union Conference shall have the following powers:
- (i) to employ and remunerate such ministers, officers, teachers and other employees and to engage such volunteers as may be necessary;
 - (ii) to provide or assist in the provision of housing accommodation for such employees and volunteers to enable them to carry out their duties, and in cases of need for retired employees and their families;
 - (iii) to provide or assist (by means of grants, loans or otherwise) in the provision or improvement of churches and other buildings for use for the work of local congregations of Seventh-day Adventists;
 - (iv) to establish, conduct and provide financial assistance for schools for the education of children in which religious instruction according to the doctrines and principles of the Seventh-day Adventists is given and to provide financial assistance to students pursuing education according to those doctrines and principles;

- (v) to publish or assist the publication of religious literature;
- (vi) to carry out the social mission of the Gospel by the provision of humanitarian aid to those in need in any part of the world;
- (vii) to establish, operate and provide financial assistance for convalescent, retirement and nursing homes, conducted in accordance with the doctrines and principles of Seventh-day Adventists.
- (viii) to provide or assist in the provision of services and facilities (including buildings) for health education and medical treatments in harmony with the doctrines and principles of Seventh-day Adventists.
- (ix) to establish, assist or administer other charities having objects similar to the Purpose;
- (x) to acquire and dispose of property of any description and wherever situated (subject to such consents as may be required by law);
- (xi) to borrow money with or without giving security (subject to such consents as aforesaid);
- (xii) to raise money by any lawful means other than by permanent trading and to accept gifts either for furtherance of the work of this Union Conference or for any specific object within or connected with the Purpose;
- (xiii) to invest funds in any manner permitted by law, other than by means of loans to individuals, firms or private companies, and for that purpose to obtain and consider professional advice from a person or firm of good repute having the requisite knowledge and experience;
- (xiv) otherwise to further the religious mission and other charitable work of Seventh-day Adventists in the territory.

ARTICLE 4 - MEMBERSHIP OF UNION CONFERENCE

- (a) This Union Conference shall be composed of such Local Conferences and Missions within its territory as are formed or recognised as branches thereof.
- (b) Local Conferences shall be associations of local churches within defined geographical regions within the territory and shall be responsible for their own decisions save for the requirement to operate in harmony with the Purpose and policy of this Union Conference and to account to this Union Conference for the application of their funds.

- (c) Missions shall be organizations of local churches within defined geographical regions within the territory and shall be subject to the directions of this Union Conference on all matters including their management arrangements, the application of their funds, and the form and content of their constitutions and of any amendments thereto, and this Union Conference shall account for the application of their funds.
- (d) This Union Conference shall be entitled at its discretion to dissolve any Mission and to take control of the assets thereof.

ARTICLE 5 - SESSIONS

- (a) This Union Conference shall hold a regular session at an interval of five years at such time and place as the Executive Committee shall determine. A notice of such session shall be published at least four weeks before the time appointed in the Union Conference paper.
- (b) At least fifty-one percent (51%) of the authorized delegates must be present at any regular or extraordinary Constituency Meeting to constitute a quorum for the transaction of business.
- (c) In the event of conditions arising which would make it advisable to postpone the calling of a regular session, the Executive Committee may postpone such session for a period not exceeding two years. In such a case this shall require the consent of at least two thirds of the members of the Executive Committee expressed by personal vote or by signature to a resolution in writing submitted to the members of the Executive Committee. Separate copies of the resolution may be signed for this purpose.
- (d) The Executive Committee may call an extraordinary session of this Union Conference at such a place as it deems proper, by a like notice as for regular sessions when:
 - (i) it is deemed necessary by the Executive Committee, or
 - (ii) it is voted by the delegates at any constituency meeting, or
 - (iii) it is requested by the Trans-European Division Committee.

The transactions of such extraordinary sessions shall have the same authority as those of the regular sessions.

- (e) An extraordinary session may elect any such officers or other persons or committees and transact any such business and do any such other act as under this constitution a regular session or the Executive Committee between sessions may elect, transact or do provided that the business transacted at an extraordinary session shall be only as provided for in the agenda issued with the publication of the notice of such session.

ARTICLE 6 - DELEGATES TO SESSION

Each member organization shall be represented at this union conference constituency meetings by duly accredited delegates as follows:

- (a)
 - (i) Each local conference/mission shall be entitled to one (1) delegate without regard to membership and one (1) additional delegate for each fifty (50) church members or major fraction thereof.
 - (ii) Such delegates shall be chosen by the respective local conference/mission executive committees and shall be members of the Seventh-day Adventist Church.
- (b) In addition, delegates at large shall participate in the union conference constituency meetings as follows:
 - (i) The individual members of the executive committee of this union conference.
 - (ii) Members of the General Conference Executive Committee, who may be present at any constituency meeting of this union conference. The number of such delegates representing the General Conference of Seventh-day Adventists shall not exceed two percent (2%) of the total number of delegates provided for hereinabove in Section (a) (i).
 - (iii) Such other persons from the union conference staff, church institutions owned and operated by the union, and local conferences/missions, as may be recommended by the union conference executive committee and accepted by the delegates in session; the total number of delegates from this category not to exceed fifteen percent (15%) of the total number of regular delegates provided for hereinabove in Section (a) (i).
- (c) All delegates with voting rights appointed to represent the members of this union conference at any constituency meeting shall be members of the Seventh-day Adventist Church.

ARTICLE 7 - VOTING

- (a) Each delegate shall be entitled to one vote on any question. The chairman of the session shall in case of equality of votes have a casting vote. Voting shall be by ballot when determined by vote of session.
- (b) All delegates must be present in person at any constituency meeting in order to be eligible to vote. There shall be no voting by proxy.

ARTICLE 8 - AUTHORITY OF SESSION

- (a) This Union Conference in regular session shall be authorized to determine all matters and things for the order and good administration of this Union Conference and the regulation of its affairs, including the management and disposal of or dealing with all real and personal property and revenues held or proposed to be acquired for or on behalf or for the use, benefit or purposes of this Union Conference, subject, however, to any specific trusts relating thereto and for such purposes to give to the Union legal corporation or to any company corporation or person to whom any such real and personal property and revenues shall be vested such directions with reference thereto and as to the management and disposal thereof as this Union Conference shall deem expedient in harmony with Article 20. This Union Conference in regular session may make rules to govern its own procedure.

- (b) This Union Conference in regular session shall be authorized to make adjustments in the boundaries of the local conferences and missions under its jurisdiction and to accept into membership such new conferences and missions as may be proposed by the Executive Committee of this Union Conference. These adjustments in boundaries and the acceptance into membership of conferences and missions shall require a two-thirds majority vote.

ARTICLE 9 - SESSION COMMITTEES

- (a)
 - (i) A recommendations committee shall be appointed for each regularly scheduled constituency meeting and where required for extraordinary session. It shall consist of eleven (11) representatives from the South England Conference, seven (7) representatives from the North England Conference, and two (2) representatives from each mission and the president of the Trans-European Division or his designee who shall serve as chairman.

 - (ii) The members of the recommendations committee shall be appointed by their respective delegates during the first business session.

 - (iii) The recommendations committee shall nominate and the constituency meeting shall elect where required:
 - [i] a nominating committee which shall consist of not less than seventeen (17) and not more than twenty-one (21) members, including the president of the Trans-European Division or his designee, serving as chairman;

 - [ii] a constitution committee which shall consist of 9-15 members;

 - [iii] a credentials and licences committee which shall consist of 9-15 members;

 - [iv] a plans committee which shall consist of 25-35 members;

- [v] other committees as necessary.

- (b) Each regularly scheduled constituency meeting of this Union Conference shall elect a standing constitution committee.

This committee shall function between the regularly scheduled sessions of the constituency and shall submit its reports and detailed recommendations to the Executive Committee for consideration by the constitution committee at the next session.

- (c) (i) This Union Conference in regular session on the recommendation of the credentials and licences committee shall determine who are the approved ministers within the jurisdiction thereof, grant suitable credentials and licences to those whom it shall consider suitable to serve in this Union Conference, and recommend for ordination such persons as shall have given proof of their call to the ministry. Between sessions the Executive Committee is authorized to perform such duties.

(ii) Any credentials, licences, or certificates granted or issued by this Union Conference in session or by the Executive Committee shall remain in force and be valid until the next regular session unless previously terminated by this Union Conference in extraordinary session or by the Executive Committee.

ARTICLE 10 - ELECTION

- (a) This Union Conference in regular session shall elect:
 - (i) Executive Officers
 - (ii) Departmental Directors and Associates
 - (iii) Elective members of the Executive Committee of this Union Conference.
 - (iv) Officers of duly organized missions within this Union.

- (b) Persons thus elected shall hold their respective offices or appointments until the next regular session of this Union Conference except for missions' appointments, which are by Constitution triennial, unless their offices or appointments are previously terminated by this Union Conference in extraordinary session, or by the Executive Committee in counsel with the Division officers.

- (c) This Union Conference in regular session and the Executive Committee between sessions may establish such other offices, positions, and committees as may be determined, prescribe the duties and functions thereof and elect persons thereto and vary or terminate any such office, position, or committee and may remove any member of any such committee.

- (d) This Union Conference in regular session and the Executive Committee between sessions may elect, nominate, or appoint trustees of any real or personal property or revenues mentioned in Article 8.
- (e) The Executive Committee of this Union Conference shall recommend to the respective boards and management of Union institutions the appointment of their officers, bursars, editors, as may be required, within the six months that follow a Union Conference Session.

ARTICLE 11 - OFFICERS

- (a) The Executive Officers of this Union Conference shall be a president, a secretary, treasurer and vice-president, if such is elected. The secretary and the treasurer may be one individual.
- (b) The president is the chief executive officer and shall act as chairman of constituency meetings and the executive committee, and work in the general interests of the union as the executive committee may advise. In his leadership he shall adhere to the policies of the Trans-European Division of the General Conference of Seventh-day Adventists and work in close counsel with the Trans-European Division Committee.
- (c) The secretary shall work under the direction of the executive committee and shall act as vice-chairman of the executive committee. It shall be the duty of the secretary to keep the minutes of the union conference constituency meetings and of the executive committee meetings; to furnish copies of these minutes to all members of the executive committee and to the Division officers; to collect such data as may be desired by the president or by the executive committee; and to perform such other duties as usually pertain to the office.
- (d) The treasurer shall work under the direction of the executive committee. It shall be the duty of the treasurer to receive all funds, to disburse them in harmony with the actions of the executive committee, to remit all required funds to the Division/General Conference, in harmony with Trans-European division policy, and to render such financial statements at regular intervals as may be desired by the president of the union conference or by the executive committee. Copies of these financial statements shall be furnished to the Trans-European Division offices. Bank accounts approved by the executive committee shall be operated by the treasurer and/or such other individuals as may be authorised by the executive committee.
- (e) A vice-president may be elected to assist the president with specialised areas of administration in this Union Conference.
- (f) All officers of this Union Conference shall hold office until the next regular session of this Union Conference or until their successors are elected, unless their appointments are previously terminated by this Union Conference in extraordinary session or by the Executive Committee.

ARTICLE 12 - DEPARTMENTAL DIRECTORS

The departmental directors and associates shall work under the direction of the Executive Committee and shall occupy an advisory relationship to the local conferences and missions.

ARTICLE 13 - APPOINTMENTS

This Union Conference in regular session and the Executive Committee between sessions:

- (a) shall appoint such agents, ministers, missionaries, and other persons as may be necessary to fulfil the purpose of this Union Conference; and
- (b) may terminate or vary any such appointment.

ARTICLE 14 - EXECUTIVE COMMITTEE

- (a) The Executive Committee shall consist of at least 25 persons being the Executive officers of this Union Conference, the presidents of local conferences, and organized mission fields within this Union Conference, the directors of the organized departments of this Union Conference, the secretary of the legal corporation, the managers or heads of Union institutions, the Newbold College principal, the chief editor of the official church paper of this Union Conference, and up to nine elective members, seven of whom shall be lay persons, as may be voted at the Union Session, subject to Article 18 (b).
- (b) Subject to Article 19 below the Executive Committee may appoint committees of its number consisting of at least three members thereof to advise it on any matter and may authorise them to co-opt non-voting members: all recommendations of such committees must be reported promptly to the Executive Committee for its consideration and decision.

ARTICLE 15 - AUTHORITY OF EXECUTIVE COMMITTEE

- (a) Between sessions the Executive Committee shall manage the affairs of this Union Conference and may exercise such of the authority of this Union Conference in session as under this constitution are not exclusively exercisable by this Union Conference in session, but subject to this Constitution and any directions as to policy or otherwise and any regulations given or made by this Union Conference in session.
- (b) In particular and without prejudice to the general authority conferred by Section (a), the Executive Committee may between sessions exercise the authority of this Union Conference in session under Article 8 with regard to the real and personal property and revenues therein referred to.

- (c) The Executive Committee between sessions, in counsel with the Division officers, may remove from office, for just and adequate cause, any officer of this Union Conference or from the Executive Committee any member thereof, provided that such action has the consent of at least two-thirds of the members of the full Executive Committee by personal vote.

ARTICLE 16 - MEETINGS AND NOTICES

- (a) Meetings of the Executive Committee may be called at any time by the president or in his absence by the secretary, or upon the written request of the majority of the members thereof.
- (b) Subject to paragraph (d) below, any seven members of the Executive Committee including the chairman shall, after due notice to available members, constitute a quorum and shall be empowered to transact any necessary business.
- (c) Minority meetings of less than seven members of the Executive Committee may be held for the transaction of necessary urgent business, but actions at such meetings shall not be final until the minutes of such meetings have been approved in regular session of the Executive Committee.
- (d) Subject to Article 19 below all members of the Executive Committee who have any personal or financial interest in any matter to be discussed or determined at a meeting thereof (whether direct or indirect) must declare their interest in advance of any discussion thereon and absent themselves from the discussion, and may not vote nor be counted in the quorum for that part of the meeting.

ARTICLE 17 - SOURCES OF FUNDS

- (a) The funds of this Union Conference shall be as follows:
 - (i) Income from investments or property and bank interest;
 - (ii) A tithe of the tithe receipts of the local conferences and local missions within its territory;
 - (iii) Covenants and donations for work within its territory;
 - (iv) A tithe of the surplus income in every year of institutions under the control of this Union Conference;
 - (v) Such percentage of the surplus income in every year of those institutions, after deducting tithe, as may be arranged by joint counsel of the Executive Committee of this Union Conference and the Boards of Management of those institutions.

- (b) This Union Conference shall receive and hold in trust for the Trans-European Division of the General Conference the following funds:
- (i) Funds received through local conferences and local missions from the churches, Sabbath schools, societies, and individuals, for missionary purposes;
 - (ii) Donations for the work of the Trans-European Division from any source;
 - (iii) A tithe of the tithe of this Union Conference;
 - (iv) Such percentage of the tithe of conferences and local missions and of the surplus income and pay-rolls of institutions as may be arranged by the Executive Committee of this Union Conference in harmony with the policy of the Trans-European Division of the General Conference for the operation of the Retirement Fund for the support of such aged or infirm employees or retired employees and for such dependent widows, widowers, and orphans of employees as may be voted by the Executive Committee of this Union Conference.

ARTICLE 18 - APPLICATION OF FUNDS

- (a) All funds received by this Union Conference for its general purposes shall be applied in furtherance of the Purpose; all funds received or held in trust for the Trans-European Division of the General Conference shall be transmitted to the governing body thereof; and all funds received for specific objects within or connected with the Purpose shall be applied for the specific objects for which they are respectively given.
- (b) Not more than one half of the Executive Committee may be employed by this Union Conference or any Mission, and receive remuneration in accordance with Article 19 below.
- (c) Subject thereto, no member of the Executive Committee may receive remuneration or any other financial benefit (excepting reimbursement of reasonable out-of-pocket expenses) at the cost of this Union Conference.

ARTICLE 19 - BUDGET, SALARY REVIEW & AUDIT

- (a) This Union Conference shall prepare an annual budget in harmony with the policies of the Trans-European Division of the General Conference of Seventh-day Adventists.

- (b) The executive committee shall appoint such persons as it thinks fit (whether or not members thereof) as the remuneration audit committee to keep under review the salary, benefits and expenses of all the employees of this Union Conference and the employed members of the executive committees of the local Conferences and Missions and to advise the executive committees on a regular basis as to the appropriate rates of remuneration to be adopted. No employee or prospective employee of this Union Conference and no person who has a personal financial interest whether direct or indirect in the outcome of that committees deliberations may be a member thereof.
- (c) In determining the remuneration to be paid to employees of this Union Conference and the employed members of the executive committees of the local Conferences and Missions and the salary scale of this Union Conference the executive committee shall have regard to the advice of the Remuneration Audit Committee and shall not set any rates of remuneration in excess of the rates so advised.
- (d) This Union Conference shall keep such accounts and financial records as are required by law, and the accounts shall be audited annually by a person eligible to be a company auditor under section 25 of the Companies Act 1989 (or any provision which re-enacts or replaces it). Statements of account shall be sent annually to the Trans-European Division of the General Conference and to the Charity Commissioners.

ARTICLE 20 - TRUSTEES

- (a) The legal corporation, Seventh-day Adventist Association Limited, formed and controlled by this Union Conference shall be the regular trustee for this Union Conference to acquire, hold, manage, dispose of or deal with real and personal property for and on behalf of or for the use, benefit, or purposes of this Union Conference, but subject to any specific trusts relating to such property and generally to conform with such directions, if any, as are from time to time given to it by or on behalf of this Union Conference.
- (b) The World-Wide Advent Mission (Ireland), a corporation formed and controlled by this Union Conference to represent and conduct all legal matters appertaining to our denominational work in The Republic of Ireland, shall be the regular trustee for this Union Conference to acquire, hold, manage, dispose of, or deal with real and personal property for and on behalf of, or for the use, benefit, or purposes of this Union Conference in the Republic of Ireland, but subject to any specific trusts relating to such property and generally to conform with such directions, if any, as are from time to time given to it by or on behalf of this Union Conference.

ARTICLE 21 - AMENDMENTS

- (a) The Constitution of this Union Conference may be amended at any duly called Constituency Meeting by two-thirds vote of the delegates present and voting. All proposed amendments shall be considered by the Standing Committee on constitution before being approved by the Session and not less than 28 days notice thereof shall be given.
- (b) If it is proposed to amend the Constitution at any extraordinary Constituency Meeting, notice of such proposed amendments shall be given specifically in conjunction with the notice calling such special session.
- (c) No amendment shall be made which would alter the Purpose as set forth in Article 3 (a) above and no amendment shall be valid if its effect would be that this Union Conference ceased to be a charity according to English law.
- (d) The Executive Committee shall promptly provide the Charity Commissioners with a copy of any amendment made under this clause.

ARTICLE 22 - DISSOLUTION

- (a) The dissolution of this Union Conference may be effected by a three-fourths vote of the delegates present and voting at any regular or special session of this Union Conference, provided that if it is proposed to dissolve the Union Conference at an extraordinary session, notice of the proposal to dissolve shall be given in the call for special session.
- (b) After all claims against this Union Conference have been satisfied including claims made by any former employees or members of their families arising out of previous employment, any remaining funds shall be transferred to the Trans-European Division of the General Conference for application for its religious and other charitable work or, failing this, shall be applied in furtherance of the Purpose.

MODEL CONFERENCE CONSTITUTION

**THE CONSTITUTION OF THE _____ ENGLAND CONFERENCE
OF SEVENTH-DAY ADVENTISTS**

(Date)

ARTICLE 1 - NAME

This organization, within the territory of the British Union Conference of Seventh-day Adventists, shall be known as the _____ England Conference of Seventh-day Adventists and is hereinafter referred to as "this Conference".

ARTICLE 2 - TERRITORY

The territory of this Conference shall comprise the counties of _____

ARTICLE 3 - PURPOSE

- (a) The purpose of this Conference (hereafter referred to as "the Purpose") is to proclaim and teach the everlasting gospel of our Lord and Saviour Jesus Christ in harmony with the Purpose and policy of the British Union Conference of Seventh-day Adventists.
- (b) In furtherance of the Purpose but not further or otherwise this Conference shall have the following powers:
- (i) to employ and remunerate such ministers, officers, teachers and other employees and to engage such volunteers as may be necessary;
 - (ii) to provide or assist in the provision of housing accommodation for such employees and volunteers to enable them to carry out their duties, and in cases of need for retired employees and their families;
 - (iii) to provide or assist (by means of grants, loans or otherwise) in the provision or improvement of churches and other buildings for use for the work of local congregations of Seventh-day Adventists;
 - (iv) to establish, conduct and provide financial assistance for schools for the education of children in which religious instruction according to the doctrines and principles of the Seventh-day Adventists is given and to provide financial assistance to students pursuing education according to those doctrines and principles;

- (v) to publish or assist the publication of religious literature;
- (vi) to carry out the social mission of the Gospel by the provision of humanitarian aid to those in need in any part of the world;
- (vii) to establish, operate and provide financial assistance for convalescent, retirement and nursing homes, conducted in accordance with the doctrines and principles of Seventh-day Adventists.
- (viii) to provide or assist in the provision of services and facilities (including buildings) for health education and medical treatments in harmony with the doctrines and principles of Seventh-day Adventists.
- (ix) to establish, assist or administer other charities having objects similar to the Purpose;
- (x) to acquire and dispose of property of any description and wherever situated (subject to such consents as may be required by law);
- (xi) to borrow money with or without giving security (subject to such consents as aforesaid);
- (xii) to raise money by any lawful means other than by permanent trading and to accept gifts either for furtherance of the work of this Conference or for any specific purpose within or connected with the Purpose;
- (xiii) to invest funds in any manner permitted by law otherwise than by means of loans to individuals, firms or private companies, and for that purpose to obtain and consider professional advice from a person or firm of good repute having the requisite knowledge and experience;
- (xiv) otherwise to further the religious mission and other charitable work of Seventh-day Adventists in the territory.

ARTICLE 4 - MEMBERSHIP OF THIS CONFERENCE

The membership of this Conference shall consist of such Seventh-day Adventist Churches within its territory as have been, or shall be properly organized and accepted by vote of this Conference in Session.

ARTICLE 5 - SESSIONS

- (a) This Conference shall hold regular sessions at intervals of three years at such time and place as the Executive Committee shall designate and announce by a notice to be published in the Union church paper at least four weeks before the appointed time.

- (b) In the event of special conditions arising which make it advisable to postpone the calling of a regular session, the Executive Committee may postpone such session for a period not exceeding one year, provided that such action has the consent of at least two-thirds of the members of the Executive Committee.
- (c) The Executive Committee may call a special session of this Conference at such time and place as it deems proper, by a like notice as for regular sessions, and the transaction of such special sessions shall have the same force as those of the regular sessions. A special session may elect any officers or other persons or committees and transact any business and do any other acts as under this constitution regular session or the Executive Committee between sessions may elect, transact or do, provided that the business transacted at an extraordinary session shall be only as provided for in the agenda issued with the publication of the notice of such session.
- (d) At least fifty-one percent (51%) of the authorized delegates must be present at any regular or extraordinary Constituency Meeting to constitute a quorum for the transaction of business.

ARTICLE 6 - DELEGATES AT SESSIONS

The delegates to a session of this Conference shall be designated as follows:

Delegates at Large
Regular Delegates

- (a) Delegates at Large
 - (i) Attending members of the Executive Committee of this Conference.
 - (ii) Attending members of the Executive Committee of the British Union Conference.
 - (iii) Attending members of the Executive Committee of the General Conference.
 - (iv) All employees holding credentials from this Conference.
 - (v) Directors of departments of this Conference.
 - (vi) Head Teachers of the secondary and primary schools operated by this Conference.
- (b) Regular Delegates
 - (i) Such persons as are duly accredited by the churches comprising the _____ England Conference, including the Conference Church.

- (ii) Each church shall be entitled to one delegate for the organization, without regard to number, and one additional delegate for each thirty members or major fraction thereof.
- (iii) Such other persons as may be present and are recommended by the Executive Committee and voted by the delegates in session. The number of delegates so seated shall not exceed 15% of the other delegates.

ARTICLE 7 - SESSION COMMITTEES

(a) Session Recommendations Committee

The Recommendations Committee to nominate standing committees at local Conference Sessions shall be made up as follows:

- (i) Each church represented in the delegation at the session shall be empowered, through its delegation, to choose one member of a committee to nominate standing committees.
- (ii) Each church with a membership of at least ____ shall be further empowered, through its delegation, to choose one additional member of the committee for its first ____ members and one for each additional ____ of its membership or major fraction thereafter.
- (iii) The persons thus selected, together with the Union Conference president or his designee, who shall act as chairman of this committee, shall be responsible for nominating all standing committees to be appointed by the session.

The Recommendations Committee shall nominate the following standing committees at local Conference Sessions:

Nominating Committee
 Constitution Committee
 Plans Committee
 Credential and Licences Committee

(b) Nominating Committee

The chairman of the Nominating Committee at the Conference Session shall be the president of the Union, or in his absence, one designated by him shall be named to serve as chairman; and further the Nominating Committee shall consist of from nine to fifteen members.

This membership shall be balanced, as nearly as possible, between denominational workers and laymen, representing various segments of the work and territories of this Conference. Incumbent officers and departmental directors shall not be members of the Nominating Committee. To provide wider representation, incumbent members of the Conference Executive Committee ordinarily shall not serve as members of the Nominating Committee.

(c) Constitution Committee

This committee shall consist of from 9-15 members. The committee shall consider amendment proposals with a view to presenting such proposals to the Session.

(d) Plans Committee

This committee shall consist of from 25-35 members. Should the matters under review and study by the Plans Committee so require, the committee may divide itself into sub-sections for the purpose of drafting proposals to be approved by the full committee prior to presentation to the Session.

(e) Credentials and Licences Committee

This committee shall consist of from nine to fifteen members. The committee shall recommend to the Conference in session the granting of suitable credentials and licences to such denominational workers and lay preachers that the committee shall consider suitable to work in the cause of this Conference, and ask the Conference in session to approve the ordination of such men as shall have given proof of their calling to the ministry.

The credentials or licences granted or issued by the Conference in session shall remain in force and be valid until the next regular session unless previously terminated by this Conference in special session, or by the Executive Committee.

ARTICLE 8 - VOTING

On all questions only delegates may vote and each delegate to the Session shall have one vote. The chairman of the Session shall have a personal vote and in case of equality of votes shall also have a casting vote.

ARTICLE 9 - POWERS OF SESSIONS

- (a) This Conference in regular session shall have power to determine all matters and things for the order and good administration of this conference and regulation of its affairs.
- (b) The plans and policies adopted by this Conference in session shall be in harmony with the plans and policies of the British Union Conference.

ARTICLE 10 - ELECTIONS

- (a) This Conference in regular session shall elect:
 - (i) Executive officers
 - (ii) Departmental directors and associates
 - (iii) Members of the Executive Committee
- (b) Persons elected under this section shall hold their respective offices or appointments until the next regular session of this Conference unless their offices or appointments are previously terminated by this Conference in special session or by the Executive Committee in counsel with the BUC officers.

ARTICLE 11 - OFFICERS AND DEPARTMENTAL DIRECTORS AND THEIR ASSOCIATES, AND THEIR DUTIES

- (a) The Executive Officers of this Conference shall be:
 - (i) President
 - (ii) Secretary
 - (iii) Treasurer

- (b) President

The President shall supervise the general work of this Conference, open and preside at sessions of this Conference, and also at all meetings of the Executive Committee, and work in the general interest of this Conference in counsel with the Executive Committee.

- (c) Secretary

The Secretary shall keep a record of all proceedings of the sessions of this Conference and of the meetings of the Executive Committee and perform such other duties as usually pertain to this office.

- (d) Treasurer

The Treasurer shall receive all monies belonging to this Conference, keep an account of same, and disburse them as the Executive Committee shall direct, and make a full report thereof at all regular sessions of this Conference and at such times as may be required by the Executive Committee, and perform such other duties as usually pertain to this office.

(e) Departmental Directors and Associates

It shall be the duty of the director and associates in charge of a department to promote the general interests of the work entrusted to that department, to provide such statistical reports as may be required, and to perform all other duties usually pertaining to the office of such departmental director and associates. Departmental directors and associates shall work under the direction of the Executive Committee and shall occupy an advisory capacity to the field.

ARTICLE 12 - EXECUTIVE COMMITTEE

- (a) The Executive Committee shall consist of not less than 14 persons of whom the President (who shall be the Chairman of the Committee), the Secretary (who shall be the Secretary of the Committee) and the Treasurer shall be members by virtue of their respective offices and subject to Article 15 (a).
- (b) The Executive Committee may appoint committees of its number consisting of at least three members thereof, to advise it on any matter and may authorise them to co-opt non-voting members: all recommendations of such committees must be reported promptly to the Executive Committee for its consideration and decision.

ARTICLE 13 - AUTHORITY OF EXECUTIVE COMMITTEE

- (a) Between sessions the Executive Committee shall manage the affairs of this Conference exercising all the powers of the Conference in session subject to the Constitution and directives of the Conference in session.
- (b) The Executive Committee in counsel with the BUC officers may between sessions remove from office any officers of this Conference, or from the Executive committee any members thereof, provided that such action has the consent of at least two-thirds of the members of the Executive Committee by personal vote or by signature to a resolution in writing submitted to all the members of the Executive Committee. Separate copies of such resolutions may be signed for this purpose.
- (c) The Executive Committee shall be responsible for the implementation of plans and policies made by the Conference in session, and shall report to the next session concerning the implementation of those plans. Copies of plans voted at the previous session, and minutes, shall be made available to delegates at least fourteen days prior to the session. Lists of delegates to a session shall be made available to delegates at the session.

ARTICLE 14 - EXECUTIVE COMMITTEE MEETINGS AND NOTICES

- (a) Meetings of the Executive Committee may be called at any time by the president, or in his absence by the secretary or upon the written request of the majority of the executive committee.
- (b) Subject to paragraph (d) below any seven members of the Executive Committee, including the chairman, shall, after due notice to available members, constitute a quorum, and shall be empowered to transact any necessary business.
- (c) Minority meetings of less than seven members of the Executive Committee may be held for the transaction of necessary urgent business but action at such meetings shall not be final until the minutes of such meetings have been approved in regular session of the Executive Committee.
- (d) Any member of the Executive Committee who has any personal or financial interest in any matter to be discussed or determined at a meeting thereof (whether direct or indirect) must declare his interest in advance of any discussion thereon and absent himself from the discussion, and may not vote nor be counted in the quorum for that part of the meeting.

ARTICLE 15 - SALARIES AND EXPENSES

- (a) Not more than half the members of the Executive Committee may be employed by this Conference.
- (b) The remuneration (including expenses and benefits) of any such members shall be determined annually and the expenses audited by the Union Conference.
- (c) Subject thereto, no member of the Executive Committee may receive remuneration or any other financial benefit (excepting reimbursement of reasonable out-of-pocket expenses) at the cost of this Conference.
- (d) The Executive Committee shall annually, with at least one of the officers of the British Union Conference of Seventh-day Adventists, audit the expense accounts of all other employees, and fix their salaries and benefits for the ensuing year within the salary scale of the Union Conference. The Executive Committee shall have power to make such adjustments of the salaries of the employees of the Conference as may from time to time in its judgment be necessary, but within the salary scale of the Union Conference.
- (e) The salaries of persons who may be temporarily employed by the Conference office, shall be fixed by the Executive Committee.

ARTICLE 16 - FINANCE AND FUNDS

- (a) The funds of this Conference shall be as follows:
- (i) The tithe from the Churches and companies and isolated members within its territory.
 - (ii) Such receipts from any source as may be available for the advancement of any work under its management or supervision.
 - (iii) The income arising from any projects conducted through its departments.
 - (iv) Receipts from appeals or collections.
- (b) All funds received by this Conference for its general objects shall be applied in furtherance of the Purpose and all funds received for specific objects within or connected with the Purpose shall be applied for the specific objects for which they are respectively given. Subject to Article 3 (b) (ii) funds shall not in any circumstances be paid or lent for the benefit of individuals, firms or private companies.
- (c) This Conference shall hold in trust for, and account to the British Union Conference in respect of, any funds received from churches, Sabbath schools, societies, individuals or otherwise for any religious or other charitable work of the Seventh-day Adventists outside the territory.
- (d) This Conference shall keep such accounts and financial records as are required by law, and the accounts shall be audited annually by a person eligible to be a company auditor under section 25 of the Companies Act 1989 (or any provision which re-enacts or replaces it). Statements of account shall be sent annually to the British Union Conference and the Charity Commissioners.
- (e) The treasurer of this Conference shall be responsible for the books of account of the local church treasurers to be audited at least once each calendar year.

ARTICLE 17 - APPROPRIATIONS

(a) Tithe of the Tithe

This Conference shall pay to the British Union Conference a tithe of the tithe and any additional percentages as are required under the working policies of the higher organizations.

(b) Retirement Benefits

This Conference shall pay to the British Union Conference such percentage of its tithe as shall be agreed upon by the Executive Committee in counsel with the Union Committee, as retirement benefit for the support of the aged and infirm employees and for the dependent widows, widowers and orphans of employees.

(c) Appropriations

Appropriations shall be set by the Executive Committee in Consultation with the British Union Conference and the Trans-European Division.

ARTICLE 18 - ACQUISITION AND DISPOSAL OF CHURCH PROPERTY

The legal corporation, Seventh-day Adventist Association Limited, formed and controlled by the British Union Conference shall be the regular trustee for this Conference to acquire, hold, manage, dispose of or deal with real and personal property for and on behalf of or for the use, benefit, or purposes of this Conference, but subject to any specific trusts relating to such property and generally to conform with such directions, if any, as are from time to time given to it by or on behalf of this Conference.

ARTICLE 19 - AMENDMENTS

(a) This Constitution may be amended by a resolution passed by a two-thirds majority of the voters present and voting at any regular session, provided that:

- (i) at least 28 days notice of any proposed change has been given.
- (ii) should it be necessary at any time to call a special session for the amending of this Constitution, due notice shall be given in the call for such special session of any proposal concerning any amendment or amendments.
- (iii) no amendment shall be made which would alter the Purpose as set forth in Article 3 (a) above and no amendment shall be valid if its effect would be that this Conference ceased to be a charity according to English law.

(b) Notification of all amendments to this Constitution shall be given to the British Union Conference and to the Charity Commissioners.

ARTICLE 20 - DISSOLUTION OF CONFERENCE

- (a) The dissolution of this Conference may be effected by a three-fourths vote of the delegates present and voting, at any regular or special session of this Conference, provided that, if it is proposed to dissolve the Conference at a special session, notice of the proposal to dissolve shall be given in the call for a special session.
- (b) After all claims against this Conference have been satisfied, including claims made by any former employees or members of their families arising out of previous employment, any remaining funds shall be transferred to the British Union Conference of Seventh-day Adventists for application for its religious and other charitable work.

MODEL MISSION CONSTITUTION

**CONSTITUTION OF THE
_____ MISSION OF SEVENTH-DAY ADVENTISTS**

(Date)

ARTICLE 1 - NAME

This organization, which is a branch of the British Union Conference of Seventh-day Adventists, shall be known as the _____ Mission of Seventh-day Adventists and is hereinafter referred to as "this Mission".

ARTICLE 2 - TERRITORY

The territory of this Mission shall comprise _____

ARTICLE 3 - PURPOSE

- (a) The purpose of this Mission (hereafter referred to as "the Purpose") is to further the Purpose of the British Union Conference of Seventh-day Adventists ("the Union Conference") within the territory.
- (b) In furtherance of the Purpose but not further or otherwise this Mission shall have the following powers, exercisable subject to the direction of the Union Conference:
- (i) to employ and remunerate such ministers, officers, teachers and other employees and to engage such volunteers as may be necessary;
 - (ii) to provide or assist in the provision of housing accommodation for such employees and volunteers, to enable them to carry out their duties, and in cases of need for retired employees, and their families;
 - (iii) to provide or assist (by means of grants, loans or otherwise) in the provision or improvement of churches and other buildings for use for the work of local congregations of Seventh-day Adventists;
 - (iv) to establish, conduct and provide financial assistance for schools for the education of children in which religious instruction according to the doctrines and principles of the Seventh-day Adventists is given and to provide financial assistance to students pursuing education according to those doctrines and principles;
 - (v) to publish or assist the publication of religious literature;

- (vi) to carry out the social mission of the Gospel by the provision of humanitarian aid to those in need in any part of the world;
- (vii) to establish, operate and promote financial assistance for convalescent, retirement and nursing homes, conducted in accordance with the doctrines and principles of Seventh-day Adventists.
- (viii) to provide or assist in the provision of services and facilities (including buildings) for health education and medical treatments in harmony with the doctrines and principles of Seventh-day Adventists.
- (ix) to acquire and dispose of property of any description and wherever situated (subject to such consents as may be required by law);
- (x) to borrow money with or without giving security (subject to such consents as aforesaid);
- (xi) to raise money by any lawful means other than by permanent trading and to accept gifts either for furtherance of the work of this Mission or for any specific object within or connected with the Purpose;
- (xii) to invest funds in any manner permitted by law otherwise than by means of loans to individuals, firms or private companies, and for that purpose to obtain and consider professional advice from a person or firm of good repute having the requisite knowledge and experience;
- (xiii) otherwise to further the religious mission and charitable work of Seventh-day Adventists in the territory.

ARTICLE 4 - COMPOSITION OF MISSION

This Mission shall be composed of such Seventh-day Adventists churches within its territory as have been, or shall be, properly organized and received into this Mission by a vote of a Session of this Mission.

ARTICLE 5 - SESSIONS

- (a) This Mission shall hold regular triennial sessions at such time and place as the Executive Committee shall determine, and a notice of such sessions shall be published at least four weeks before the appointed time of any session in the British Union Conference paper.
- (b) A quorum of the session shall be 51% of the appointed regular delegates and delegates at large plus the officers of the Mission.

- (c) In the event of extraordinary conditions arising which make it advisable to postpone the calling of a regular session, the Executive Committee may postpone such sessions for a period not exceeding one year, providing such action has the consent of at least two thirds of the members of the Executive Committee expressed by personal vote or by signature to a resolution in writing submitted to the members of the Executive Committee. Separate copies of such a resolution may be signed for this purpose.
- (d) The Executive Committee may call an extraordinary session of this Mission at such time and place as it deems proper by a like notice as for regular sessions, and the transactions of such a special session shall have the same authority as those of regular sessions provided that the business transacted at an extraordinary session shall be only as provided for in the agenda issued with the publication of the notice of such session.
- (e) The standing committees of any session shall be nominated by a Recommendations Committee composed of one delegate from each church of up to fifty members, and one for each additional fifty members or major fraction thereof, the members of this committee being chosen by the delegates from the respective churches. This body of representatives shall be presided over by the President of the British Union Conference or his designee, and shall submit to the session for definite action its choice of names for the various standing committees.
- (f) The standing committee of a regular session shall be
 - (i) A Nominating Committee
 - (ii) A Credentials & Licences Committee
 - (iii) A Plans Committee

ARTICLE 6 - DELEGATES TO SESSIONS

The delegates to a session of this Mission shall be:

- (a) Delegates at Large
 - (i) Attending members of the General Conference Executive Committee.
 - (ii) Attending members of the British Union Conference Executive Committee.
 - (iii) All members of the Executive Committee of this Mission.
 - (iv) Ordained ministers of this Mission.
 - (v) Directors/Sponsors of departments of this Mission.
 - (vi) Denominational employees who hold current Missionary Credentials from this Mission.

(b) Regular Delegates

- (i) Such persons as are duly accredited by the churches comprising this Mission. Each church shall be entitled to one delegate without regard to the number of its membership, and one additional delegate for each seven members.
- (ii) Such persons as may be appointed by the Executive Committee to represent the isolated members and companies of believers, other than organized churches.
- (iii) Such other persons as may be present who shall be received as delegates by vote of the session.

ARTICLE 7 - VOTING AT SESSIONS

- (a) Each delegate shall be entitled to one vote on any question. Voting shall be by secret ballot when determined by vote of session.
- (b) All delegates must be present in person at any constituency meeting in order to be eligible to vote. There shall be no voting by proxy.

ARTICLE 8 - POWERS OF SESSION

- (a) This Mission in regular session shall have power to determine all matters and things for the order and good administration of this Mission and regulation of its affairs.
- (b) The plans and policies adopted by this Mission shall be in harmony with the plans and policies of the British Union Conference.

ARTICLE 9 - CREDENTIALS AND LICENCES

- (a) This Mission in regular session shall grant appropriate credentials and licences to such ministers, Bible Instructors, literature evangelists, church school teachers and lay preachers as it shall consider suitable to serve in this Mission. This Mission in regular session, or the Executive Committee between regular sessions, shall recommend to the British Union Conference Committee for ordination such persons as shall have given proof of their call to the ministry.
- (b) The credentials or licences granted or issued by this Mission shall remain in force and be valid until the next regular session unless previously terminated by this Mission in extraordinary session or by the Executive Committee.

ARTICLE 10 - ELECTIONS

- (a) The Executive officers of this Mission shall be:
- (i) President
 - (ii) Secretary
 - (iii) Treasurer
-] may be filled by same person

and shall be elected by the British Union at the time of its quinquennial session and by the British Union Executive Committee not less than two years and not more than three years following a quinquennial session.

- (b) This Mission in regular session shall elect, where budgetary provision has been made,
- (i) Departmental Directors or Sponsors
 - (ii) Members of the Executive Committee
- (c) Persons elected under (b) shall hold their respective offices or appointments until the next regular session of this Mission unless their offices of appointments are previously terminated by this Mission in extraordinary session or by the Executive Committee, and shall hold their offices until their successors are elected and appear to enter upon their duties.

ARTICLE 11 - DUTIES OF OFFICERS AND DEPARTMENTAL DIRECTORS/SPONSORS

- (a) President

The President shall supervise the general work of this Mission, preside at sessions of this Mission, and meetings of the Executive Committee, and serve in the general interests of this Mission in counsel with the Executive Committee.

- (b) Secretary

The Secretary shall keep a record of proceedings of the sessions of this Mission and of the meetings of the Executive Committee and perform such other duties as usually pertain to this office.

- (c) Treasurer

The Treasurer shall receive all moneys belonging to this Mission, keep an account of the same, and disburse them as the Executive Committee shall direct, and make a full report thereof at all sessions of this Mission and at such other times as may be required by the Executive Committee and perform such other duties as usually pertain to this office.

(d) Departmental Directors/Sponsors

It shall be the duty of the Director/Sponsor in charge of a department to promote the general interests of the work entrusted to that department, to provide such statistical reports as may be required, and to perform all other duties usually pertaining to the office of such departmental Director/Sponsor. Departmental Directors/Sponsors shall work under the direction of the Executive Committee, and shall occupy an advisory relationship to the field.

ARTICLE 12 - EXECUTIVE COMMITTEE

- (a) The Executive Committee shall consist of the Executive Officers of this Mission and seven other persons duly elected by this Mission in session, of whom at least four shall be lay members and in harmony with Article 15 (a).
- (b) The Executive Committee may appoint committees of its number consisting of at least three members thereof to advise it on any matter, and may authorize such committees to co-opt non-voting members: all recommendations of such committees must be reported promptly to the Executive Committee for its consideration and decision.

ARTICLE 13 - AUTHORITY OF THE EXECUTIVE COMMITTEE

- (a) Between sessions the Executive Committee shall manage the affairs of this Mission in session as under this Constitution are not exclusively exercisable in session, and subject to this Constitution and any directions as to policy or otherwise and any regulations given or made by this Mission in session.
- (b) The Executive Committee may recommend to the British Union Conference Committee, between sessions, the removal from office for just and adequate cause any Officer/Departmental Director/Sponsor, or from the Executive Committee any member thereof, by a two-thirds vote of the Executive Committee. The British Union Conference Executive Committee has, by a two thirds vote, final authority in such removal from office and may initiate such proceedings if deemed necessary.

ARTICLE 14 - EXECUTIVE COMMITTEE MEETINGS AND NOTICES

- (a) Meetings of the Executive Committee may be called at any time by the President, or in his absence, by the Secretary/Treasurer in consultation with the Union Administration.
- (b) Subject to paragraph (d) below, any four members of the Executive Committee, including the Chairman, shall, after due notice to the available members, constitute a quorum and shall be empowered to transact any necessary business.

- (c) Minority meetings of less than four members of the Executive Committee may be held for the transaction of emergency business, but the minutes of such meetings shall be subject to the approval of the next full meeting of the Executive Committee.
- (d) Members of the Executive Committee who have any personal or financial interest in any matter to be discussed or determined at a meeting thereof (whether direct or indirect) must declare their interest in advance of any discussion thereon and absent themselves from the discussion, and may not vote nor be counted in the quorum for that part of the meeting.

ARTICLE 15 - SALARIES, EXPENSES AND ALLOWANCES

- (a) Not more than one half of the Executive Committee may be employed by this Mission.
- (b) The remuneration (including expenses and benefits) of any such members who are employees of the Mission shall be determined annually, and the expenses shall be audited, by the Union Conference.
- (c) Subject thereto, no member of the Executive Committee may receive remuneration or any other financial benefit (excepting reimbursement of reasonable out-of-pocket expenses) at the cost of this Mission.
- (d) The Executive Committee in consultation with the Union Conference shall determine annually, and may from time to time adjust within the salary scale of the Union Conference, the remuneration (including expenses and benefits) of all other employees of the Mission and shall audit their expenses.
- (e) The wages and allowances of persons who may be temporarily employed in the Mission, shall also be fixed by the Executive Committee.

ARTICLE 16 - FINANCE AND FUNDS

- (a) The funds of this Mission shall be as follows:
 - (i) The tithe from the churches, companies and isolated members within its territory.
 - (ii) Collections received at evangelistic meetings.
 - (iii) Such receipts from any source as may be available for the advancement of any work under its management and supervision.
 - (iv) The income arising from any project conducted through its departments.
 - (v) Receipts from appeals and other donations.

- (b) All funds received by this Mission for its general purposes shall be applied under the direction of the Union Conference in furtherance of the Purpose and all funds received for specific objects within or connected with the Purpose shall be applied for the specific objects for which they are respectively given. Subject to Article 3 (b) (ii) funds shall not in any circumstances be paid or lent for the benefit of individuals, firms or private companies.
- (c) This Mission shall keep such accounts and financial records as are required by the Union Conference or by law, and shall submit them to the Union Conference for audit and presentation.
- (d) The treasurer of this Mission shall be responsible for the books of account of the local church treasurers to be audited at least once each calendar year.

ARTICLE 17 - APPROPRIATIONS

(a) Tithe of the Tithe

This Mission shall pay to the British Union Conference a tithe of the tithe it receives and any additional percentages as are required under the working policies of the higher organizations.

(b) Retirement Fund

This Mission shall pay to the British Union Conference such percentage of the tithe it receives as shall be agreed upon by the Executive Committee in counsel with the British Union Conference Committee, the same to be used as a Retirement Fund for the support of its aged and infirm workers, dependent widows or widowers of workers, and orphans of workers.

ARTICLE 18 - AMENDMENTS

- (a) This Constitution may be amended at the written direction of the Union Conference;
- (b) All amendments must be in harmony with the Constitution of the Union Conference.
- (c) No amendment shall be made which would alter the Purpose as set forth in Article 3 (a) above and no amendment shall be valid if its effect would be that this Mission or the Union Conference ceased to be a charity according to English law.
- (d) The Executive Committee shall promptly provide the Charity Commissioners with a copy of any amendment made under this clause.

ARTICLE 19 - DISSOLUTION OF THIS MISSION

- (a) This Mission shall be dissolved at the written direction of the Union Conference in Session.

- (b) After all claims against this Mission have been satisfied, including claims made by any former employees or members of their families arising out of previous employment, any remaining funds shall be transferred to the British Union Conference of Seventh-day Adventists for application for its religious and other charitable work.