

NAIROBI CHAPEL

CONSTITUTION AND RULES

1. NAME:

The name of the church shall be and is the Nairobi Chapel (in this constitution referred to as the Church).

2. OBJECTS:

The objects of the Church are that it shall be and is an non-denominational Church of Christian believers subscribing to the teaching of the Holy Bible and more particularly to those doctrines detailed in the Statement of Faith, a copy which is attached hereto. The Church has strictly non-political objects. It is intended that the church should form branch Churches.

3. MEMBERSHIP:

A member shall be any person who subscribes to the objects in rule 2 above and who is accepted into membership by the Elders after their name has appeared in the church bulletin for a period of two weeks without serious objection.

A. There shall be two types of members;

- i. Registered Members : who live in Nairobi and are able to participate fully in the life of the Church.
- ii. Associate Members : who are regular attenders of the Nairobi Chapel and deem the church as their home church, but who are not yet qualified for inclusion into Registered Membership. Their attendance shall not affect quorum requirements at church meetings. Associate Members can apply for registered membership by writing to the elders of the church to that effect, and successfully going through the membership interview.

B. Registered Members shall have full voting rights if 18 years of age and above.

C. All members shall be deemed to have entered into a covenant to give their faithful service in the furtherance of God's kingdom through the work of the Church. This shall involve regular attendance at worship services, Annual General Meetings, Business Meetings and Extraordinary Church Meetings; prayer support and liberal recognition of God's goodness through their tithes and offerings.

D. In the event of a member failing in this Christian responsibility, the Elders shall do everything possible to help him/her resolve their problem and return them to active fellowship.

E. In seeking to restore a member to true belief and consistent Christian behavior, the Elders shall use the plain teaching and principles of the bible as their authority. A member unwilling to respect this authority shall, by the recommendation of the Elders, be removed from membership.

F. Any member absent for the Church for more than 12 consecutive months without reason shall be deemed to have resigned from membership.

4. OFFICE BEARERS:

A. ELDERS:

- i. Elders shall be members of the church who have the qualifications set out in scripture.
- ii. Their responsibility is the general oversight of the church.
- iii. New Elders shall be nominated into office by the existing elders, with the consent of the nominee. Members may forward names to the Elders in confidence, of persons they wish to be considered for the post of eldership.

- iv. Such nominated Elders shall begin serving immediately but must be ratified by the members at the next general meeting of the church. (See rule 5 for quorum and vote stipulations).
- v. There shall be a minimum of five Elders including the Senior Pastor.
- vi. Quorum for an Elders meeting shall be a simple majority of the Elders.
- vii. Elders shall serve for a 5 year term, unless they resign or become disqualified by scripture. They shall be eligible for re-election.
- viii. An Elder, except the Senior Pastor, who has served continuously for two terms, shall step down for at least one term before being eligible for re-election.
- ix. An Elder upon whom a vote of no confidence is passed by a majority vote of 75% and above of the full board of elders court (excluding the Elder under consideration), shall immediately discontinue serving as an elder.
- x. The Elders shall appoint among themselves a
 - a) Chairman to the court, whose responsibility it shall be to call and conduct meetings.
 - b) Secretary to the court whose responsibility shall be to keep a clear record of the proceedings of the court.

B. SENIOR PASTOR:

- i. He will give leadership in all aspects of Church life and shall serve as an ex-officio member on all committees.
- ii. He will be accountable to the members through the Elders.
- iii. A call committee comprising of at least five registered members, including two Elders, shall be appointed by the Elders when a Senior Pastor is to be employed. This committee shall interview possible candidates and recommend not more than three suitable candidates to the Elders.
- iv. The Elders will then make a ruling on the suitable candidates and choose one to serve as the Interim Senior Pastor. This candidate will be invited to serve in such capacity for a probationary period of 12 months. His job description, leave entitlement, remuneration's and benefits during this period will be modeled as closely as possible to those he would hold were he appointed the Senior Pastor of the church. An Interim Senior Pastor can be removed from service if a vote of no confidence is passed by a majority of 75% and above of the full board of the elder's court. In such a case, he shall immediately cease to act as the Interim Senior Pastor.
- v. An Interim Senior Pastor shall be an ex-officio Elder, but shall have no voting rights, or affect the quorum requirements of the elder's board.
- vi. After the successful completion of the 12 months probation, an 'Extraordinary Church Meeting' will be convened, at which the Elders shall forward a motion that he be called as the new Senior Pastor of the Church. This meeting will require a quorum and vote as set out in rule 6.
- vii. The Senior Pastor shall then be called to serve on conditions which shall be set forth in writing at the time of his call. The conditions which shall include a definition of his duties, leave entitlement, period of notice and termination of contract, shall be incorporated together with such other terms and conditions as agreed between the Elders and the Senior Pastor in a contract which shall be signed by both parties within one month of his appointment.
- viii. The Pastor shall be required to abide by and uphold the objects in rule 2 above.

C. CHURCH SECRETARY & CHURCH TREASURER :

- i. The names of consenting nominee members for these positions, which have been proposed and seconded by members, shall be circulated to the members at least two weeks prior to the date of the meeting at which their election is to be considered.

- ii. They shall be elected or re-elected for a single term of 5 year at a general meeting of the Church. (See Rule 5 on quorum and vote stipulation). They can be re-elected for a second five year time after which they must step down for a further five years before re-election.
- iii. The Church Secretary shall deal with the business correspondence of the Church under the general supervision of the Elders. He shall also be responsible for convening Church meetings as stipulated in Rule 5 and 6, and for keeping and preserving records of all such meetings.
- iv. The Church Treasure shall oversee the receipt and disbursement of all monies belonging to the Church, under the direction of the elders, and shall preserve all vouchers of money disbursed. He shall also be responsible to oversee the taking and recording of collections, and deposit such in the name of the Church in any bank or banks approved by the Elders. He shall be responsible to the Elders and the members, that proper books of accounts of all monies received and paid by the Church, are written up, preserved and available for inspection.
- v. The Church Secretary and the Treasurer shall be ex-officio elders of the Church.

5. CHURCH MEETINGS :

There shall be 3 classes of church meetings – “Annual General Meeting”; “Business Meeting” and “Extraordinary Church Meeting”:

A. ANNUAL GENERAL MEETING:

- i. The Annual General Meeting shall be held each year within six months of the completion of the financial year. An announcement of such Annual General Meeting shall be given at each service held in the church’s building on the 2 Sundays immediately preceding such meeting. A copy of the agenda and/or the annual statement of accounts shall be displayed on the church notice board for 14 days prior to the meeting.
- ii. The agenda for an Annual General Meeting shall consist of the following:
 - a) Confirmation of the minutes of the previous Annual General Meeting.
 - b) Consideration of the statements of accounts.
 - c) Appointment of auditor in accordance with Rule 7.
 - d) Appointment of office bearers.
 - e) Consideration of the annual projected budget.
 - f) Such other matters as the elders may decide, or as to which notice shall have been given in writing by a registered member or members, to the Church Secretary at least 3 weeks before the date of the meeting.
 - g) Any other business with the approval of the elders.

B. BUSINESS MEETINGS:

- i. A “Business Meeting” may be called for any special purposes by the elders. An announcement of such “Business meeting” shall be given at each service held at the church’s building on the two Sundays immediately preceding such a meeting and a copy of the agenda shall be displayed on the church notice board for 14 days prior to the meeting.
- ii. A “Business Meeting” may also be requisitioned for a specific purpose by request in writing to the Church Secretary signed by not less than 20% of the registered members. Such a meeting shall be held within 21 days of the date of the request. The notice for such a meeting shall be as shown in Rule 5 (B)(i) and no matter shall be discussed other than that stated in the request.
- iii. Proceedings for Annual General Meetings and Business Meetings.
 - a) At each meeting the chairman of the Elders Board shall take the chair.
 - b) Resolutions other than the election of office bearers or trustees, and the ratification of new elders, shall be decided by a simple majority vote taken by a show of hands. In the case of equality of votes, the matter shall be turned over to the elders to exercise their discretion. Election of office bearers, trustees and ratification of elders shall be by secret

ballot and will require an affirmative vote in favor of the motion of at least 75% of those present.

- c) The quorum for the Annual General Meeting and Business Meetings shall be 25% of the Registered Members of the church. In the event of an adjournment through lack of quorum, the elders will set a date for a second meeting to be held within 8 weeks of the first, at which there shall be no quorum requirements. Notice of such a meeting shall be advised as stipulated in Rule 5 (B) (i).

C. EXTRAORDINARY CHURCH MEETING:

- i. Any meeting where resolutions are to be made on:
 - a) Appointment or removal of the Senior Pastor
 - b) Amending the constitution
 - c) Dissolving the church

Shall be considered an Extraordinary Church Meeting. Resolutions on such matters shall only be made at a meeting called and announced as an Extraordinary Church Meeting. An Annual General Meeting could simultaneously be an Extraordinary Church Meeting provided it fulfils all the requirements of an Extraordinary Church Meeting.

- ii. An Extraordinary Church Meeting shall be called by the Elders. An announcement of such a meeting shall be given at each service held in the church's building on the 2 Sundays immediately preceding such a meeting and a copy of the agenda shall be displayed on the church notice board for 14 days prior to the meeting.
- iii. Such meetings shall require a quorum of 50% of the registered members of the church, and a resolution (in favor), of at least 75% of the members present. In the event of an adjournment through lack of quorum, the elders shall call a second meeting, within 8 weeks of the first, and at which there shall be no quorum requirements. Notice of such a meeting shall be advertised as stipulated in Rule 5C (ii).
- iv. Procedures at an Extraordinary Church Meeting
 - a) At each Extraordinary Church Meeting the chairman of the Elders Board shall take chair.
 - b) Matters put to vote shall be decided by secret ballot if subject to clause 5(B) (iii) (b), or in the case of the calling or removal of a Senior Pastor. The method of ruling on all other matters shall be at the discretion of the chairman.

6. AUDITOR:

- A. An auditor shall be appointed for the following year by the Annual General Meeting. All the accounts of the church records and documents shall be open to the inspection of the auditor at any time.
- B. The treasurer shall produce an annual statement of accounts containing a summary of his receipts and payments and a statement of assets and liabilities made up of 12 calendar months up to the previous financial year end (31st December). The auditor shall examine the annual statement of accounts, and reporting his findings to the congregation.
- C. A copy of the auditor's report on the annual statement of account together with such annual statements of accounts shall be available to all members at the Annual General Meeting.
- D. No auditor shall be an office bearer in the Church.

7. FUNDS:

- A. The elders shall establish such rules, regulations and procedures to oversee the prudent management of the financial resources of the church. This shall include the forming of the annual budget, and the establishment of such committees as are necessary to oversee the disbursement and overall day-to-day management of the churches financial resources.

8. TRUSTEES:

- A.** All trustees shall be members of the Church.
- B.** All land, buildings and other immovable property and all investments and securities acquired by the Church shall be vested in the registered trustees of the church. Trustees shall be appointed for a period of 10 years. On retirement such trustees shall be eligible for re-election.
- C.** The trustees shall pay to the treasurer all income from property vested in the trustees. Any expenditure in respect of such property which is, in the opinion of the trustees, necessary or desirable shall be reported by the trustees to the Elders. The Elders shall authorize the expenditure of such money as they see fit.

9. BRANCHES:

One of the objectives of the church is to establish branch churches in Kenya and beyond. Such churches shall belong to the Nairobi Chapel and shall be under the oversight of the elder's board until such a time as they are registered independent of the Nairobi Chapel by the mandate of the elders.

10. AMENDMENTS OF CONSTITUTION:

Amendments to the constitution may only be made at an Extraordinary Church Meeting as stipulated in Rule 5C. Such amendments become operational immediately after the meeting if the necessary ratification is given by the members.

11. DISSOLUTION:

- A.** The Church may be dissolved by a resolution passed at an Extraordinary Church Meeting as stipulated in Rule 5C. If no quorum is obtained, the proposal to dissolve the church shall be submitted to a further Extraordinary Church Meeting, which shall be held 30 days later. Notice of this meeting shall be displayed on the Church notice board and advertised in one local newspaper at least 14 days before the date of the meeting.
- B.** Provided, however, that a copy of the resolution for dissolution duly signed by 3 office bearers shall within 14 days of the passing thereof be filed with the Registrar of Societies.
- C.** Upon filing of the resolution with the Registrar of Societies, no further action shall be taken by the office bearers of the Church in connection with the objects of the Church. The trustees shall liquidate, for cash, all the assets of the Church. Subject to the payment of all the debts of the Church, the balance of the moneys of the Church shall be distributed in such manner as shall have been resolved at the meeting at which the resolution for dissolution was passed.

12. INTERPRETATION OF CONSTITUTION:

The elders shall have final authority in matters of interpretation and application of the letter and spirit of this constitution.