



PARKLANDS
BAPTIST CHURCH

CONSTITUTION

CHAPTER 1

1. The name of the organization is **PARKLANDS BAPTIST CHURCH** (in this constitution referred to as “ The Church”)

CHAPTER 2 – SUPREMACY

2.
 - i) Any law, rule, regulation or policy in the Church that shall be inconsistent with this Constitution shall be null and void to the extent of its inconsistency other than the Biblical Scripture as in the Sixty Six (66) books in the Holy Bible.
 - ii) This Constitution shall apply to all the Church organs and all affiliate institutions established by the Church.

CHAPTER 3- OBJECTS

3. The objects of the Church are non-profit making and non-political in nature and are as follows: -
 - i) To promote the proclamation of the Gospel of Jesus Christ.
 - ii) To teach and train in discipleship with an aim of bringing about fulfilment and maturity in the Church and thus having members who profess the living faith. This faith is rooted and grounded in Jesus Christ who is the same yesterday, today and forever, whose will is revealed in the Holy Scripture.
 - iii) To encourage, support and participate in mission work both locally and internationally.
 - iv) To be involved in activities and/or engagements whether enterprise, educational, benevolent or social, which it deems proper and advisable for the furtherance of the Kingdom of God.
 - vi) To build and maintain Church plants, halls and houses or other buildings acquired by the Church and to alter, improve and provide the same with light, water, drainage and all other necessary services and amenities.
 - viii) To establish church plants with the sole aim of spreading the gospel of Jesus Christ.
 - ix) To accept subscriptions, tithes, offerings, gifts and/or donations whether movable or immovable.
 - x) To engage in social issues affecting its membership at whatever forum so long as they are consistent with scripture.
 - xi) To officiate marriages in accordance with the biblical scriptures.

CHAPTER 4 – MEMBERSHIP

Part I - Qualification of a Member

4. The Church on the recommendation by the Pastors and Deacons Board, shall grant membership to persons who meet any of the qualifications provided hereunder:

- i) Born again;
- ii) Baptized by immersion in water;
- iii) Having attended membership classes for purposes of acquainting oneself with the Baptist doctrines.

Part II - Procedure for Membership

5.

- i) Make a formal application for membership in the prescribed form to the Church; or submit a Letter of transfer from a Baptist church or a church of like faith testifying that the person has been a member of that church;
- ii) Attend and complete membership classes for purposes of acquainting oneself with the Baptist doctrines; thereafter,
- iii) He/she is recommended and presented by the Chair of Pastors and Deacons Board or his nominee to a duly constituted Members Meeting for ratification.

Part III - Categories of members

6. Members shall be categorized in the following manner;

- i) Resident Member; being – a person who has gone through membership classes and has been ratified as a member of the Church in a duly constituted Members Meeting and remains active as provided for in the Church policies and procedures.
- ii) Diaspora Member; being a Full Member who has left the physical location of the Church but remains connected to the Church or active as provided for in the Church policies and procedures.
- iii) Virtual Member; being a person who follows the Church services online and has expressed willingness to join the Church membership and they fill an online application form and undergo the membership process as provided for in the Church policies and procedures.

- iv) Active member- shall be as provided in the church policies and procedures.

Part IV - Benefits of a Member

- 7.
 - i) Participate and vote at Members Meetings (applicable to Resident Members only);
 - ii) Eligibility to serve in a leadership position (applicable to Resident Members only);
 - iii) To receive benevolent support;
 - iv) Use of church facilities according to laid down procedures;
 - v) Spiritual support.

Part V - Obligations of members

- 8.
 - i) Uphold the Christian spiritual values and dignity of the Church;
 - ii) Attend and participate in the Members Meetings;
 - iii) Active participation in the Church activities;
 - iv) Freely and cheerfully give of their time and resources;
 - v) Follow the laid down internal dispute resolution mechanism before engaging other external mechanisms.

Part VI Cessation of Membership

- 9. Any person who is a member shall cease to be a member if he /she:
 - i) Makes a formal application to the Pastors and Deacons Board renouncing their membership;
 - ii) Is ex-communicated from membership;
 - iii) Renounces their faith in Jesus Christ and /or takes on belief contrary to the Biblical Scripture;
 - iv) Ceases to be active as outlined in the relevant church policies and procedures;
 - v) Dies.

- 10. Before any member can be excommunicated from the Church membership, the steps hereunder shall be followed which are in accordance with the Biblical principle of "Restoring a Brother" provided for in Mathew 18: 15-17:
 - i) A consultative procedure shall be adopted by the Church as it may deem fit from time to time.

- ii) In the event the procedure in (i) hereinabove fails, the person shall be presented to the Pastors and Deacons Board whereupon the proposal for excommunication shall be considered.
- iii) The Pastors and Deacons Board shall then present their decision to the Members Meeting for ratification.

11. A member whose excommunication is proposed shall have the right to address the Pastors and Deacons Board mentioned in Section 10 (ii) above.

12. i) The Church shall keep a Register of Members which shall be available for public inspection by any Member upon such Member giving a fourteen (14) days' notice to the Church Office of his/her intention to inspect the Register of Members.

ii) The Register of Members shall be reviewed every two (2) years to determine active members.

CHAPTER 5 – STAFF

13. i) The Church shall employ staff as and when need arises.

ii) The role of the staff is to implement program as guided and advised by the Church organs in collaboration with volunteer teams

iii) All Church staff shall be members of the Church provided that a non- member may be recruited and shall be required to become a member within the first year of employment provided that where the staff is recruited by an affiliate body of the Church, such a staff shall not be required to be a member of the Church.

CHAPTER 6 – PASTORS

Part I – Senior Pastor

14. There shall be a The Senior Pastor shall be responsible for spiritual leadership to the Church.

Qualifications

15. The Senior Pastor shall:

- i) Be a born again Christian
- ii) Be a person of high integrity and qualified to hold office according to 1st Timothy 3: 1-7
- iii) Hold at least a bachelor's degree in theology or equivalent and a master's degree from a recognized University.
- iv) Have served as either a Senior Pastor in a Church of like faith and practice or Associate Pastor or equivalent position in a Church of like faith and practice and in a congregation of at least Three Thousand (3,000) for not less than Fifteen (15) years Ten (10) years of which shall have been gained in ministry management.
- v) Be a man married to one wife.
- vi) Be at least 40 years of age.

Recruitment

16. The Senior Pastor shall be recruited by a Pastor Search Committee duly constituted by the Pastors and Deacons Board of the Church.

17. The person so identified to serve as Senior Pastor by the Pastors and Deacons Board shall be placed on probation for one year. If the Pastors and Deacons Board is satisfied as to the Senior Pastor's capability to serve in the said office, it shall recommend the Senior Pastor for appointment and his appointment shall be ratified in a Quarterly Members Meeting.

18. The Senior Pastor shall be ordained within three (3) months of confirmation at an official ordination service presided over by the Ordination Council of the Church.

Duties and Responsibilities

19. The Senior Pastor shall:

- i) Oversee all functions of the Church by providing leadership and guidance.
- ii) Prepare adequately in prayer and study of the Word of God to provide pulpit Ministry during the public services of the Church
- iii) Be responsible for the performance of the Ordinances of the Church, which include Baptism and the Lord's Table.
- iv) Be responsible for member care, which include but shall not be limited to marriages, burials of members and children of the members, child dedication.
- v) Be responsible for the church vision development and exposition.

vi) Be responsible to the Church through the Pastors and Deacons Board for the performance of the duties of the Office and will be required to make regular written reports to the Church business meetings on the state of the Church.

vii) Be responsible for ensuring the teachings of the Church remain true to the Biblical Scripture.

Tenure and Terms of Office

20. i) In the spirit of fulfilling the great commission as enunciated in Matthew 28:19-20, and provided that the Senior Pastor has satisfactorily performed his duties and obligations the Senior Pastor shall serve for a maximum of two (2) terms of seven (7) years each with a sabbatical leave taken after the seventh (7th) year.

ii) The Pastors and Deacons Board with approval from members shall have an option of extending the term of the Senior Pastor by a further final term to be determined by the Pastors and Deacons Board but not exceeding five (5) years.

iii) The retirement of the Senior Pastor shall be at the age of seventy (70) years or upon completion of his term of service whichever comes first.

iv.) The Pastors and Deacons Board shall have the option of extending the retirement age of the Senior Pastor by a further five (5) years with the approval of members in a duly constituted members meeting.

21. The Senior Pastor shall be an employee of the Church and his remuneration shall be drawn from the tithes, offerings and other funds of the Church.

Cessation from the office of a Senior Pastor

22. The Senior Pastor shall cease to be the Senior Pastor of the Church upon:

- i) Expiration of tenure;
- ii) Upon attaining the retirement age.
- iii) Making a formal application in writing to the Pastors and Deacons Board resigning from the position;
- iv) Gross Misconduct or violation of this Constitution;
- v) Ex-communication from Membership;
- vi) Incapacitation;

- vii) Consistent failure to satisfactorily perform the functions of the office; and

viii) Death.

Part II – Associate Pastor

23. The Church shall appoint an Associate Pastor who shall:

- i) Deputize the Senior Pastor;
- ii) Oversee the other pastoral team in the Church;
- iii) Oversee the implementation and execution of Church strategies and plans; and
- iv) Ensure that the Ministry and Departmental Reports are presented to the Pastors and Deacons Board for approval before presentation to Members Meetings.

Qualifications

24. The Associate Pastor shall:

- i) Be a born again Christian;
- ii) Be a person of high integrity and qualified to hold office according to 1 Timothy 3: 1-7;
- iii) Hold at least a degree in theology or equivalent from a recognized University;
- iv) Have served as a Pastor in a Church of like faith and practice with a congregation of at least six hundred members for not less than three years prior to being called to serve at the Church;
- v) Be a man married to one wife;
- vi) Be at least 35 years of age.

Recruitment

25. The Associate Pastor shall be recruited after a thorough review of the needs of the Church by a Pastor's Search Committee duly constituted by the Pastors and Deacons Board.

- i) The person identified to serve as Associate Pastor shall be placed on probation for six months before being confirmed.
- ii) The Associate Pastor will then be ordained at an official ordination service presided over by the Ordination Council of the Church after one (1) year but within two (2) years from the date of confirmation.

Reporting

26. The Associate Pastor shall be responsible to the Church through the Senior Pastor and shall be required to make written reports to the Quarterly Members Meeting on the functions of the Ministries of the Church.

Sabbatical of Associate Pastor

27. In the spirit of fulfilling the great commission as enunciated in Matthew 28:19-20, and provided that the Associate Pastor has satisfactorily performed his duties and obligations,

i) The Associate Pastor shall take a one (1) year sabbatical leave taken after the seventh (7th) year of the first term of continuous service. Where the Associate Pastor and the Senior Pastor's sabbatical leave falls within the same year, the Pastors and Deacons Board shall determine when the sabbatical leave with respect to the Associate Pastor shall be taken.

ii) The Sabbatical Leave shall be taken after due consultation with the Senior Pastor.

Cessation from office of a Associate Pastor

28. The Associate Pastor shall cease to be the Associate Pastor upon:

- i) Making a formal application in writing to the Pastors and Deacons Board resigning from the position;
- ii) Gross Misconduct or violation of this Constitution;
- iii) Ex-communication from membership;
- iv) Incapacitation;
- v) Consistent failure to satisfactorily perform the functions of the office; and
- vi) Death.

29. The retirement age of the Associate Pastor shall be at the age of seventy (70) years with an option of an extension of Five (5) years by the Pastors and Deacons Board with the approval of members in a duly constituted members meeting.

Part III – Pastoral Team

30. The Church shall recruit Pastors who shall be responsible for the various departments and ministries.

Qualifications

31. The Pastor shall be:

- i) Born again Christian;
 - ii) Person of high integrity and qualified to hold office according to 1 Timothy 3: 1-7;
 - iii) Holder of a bachelor's degree from a recognized University;
 - iv) Holder of at least a diploma in theology;
 - v) Training and experience in the relevant area of ministry.
32. The retirement age of departmental and ministry Pastors shall be Sixty Five (65) years with an option of an extension of Five (5) years by the Pastors and Deacons Board with the approval of members in a duly constituted members meeting.

CHAPTER 7 – PASTORS AND DEACONS BOARD

Part I – Establishment

33. There shall be a Pastors and Deacons Board of the Church, which shall consist of Pastors and Deacons of the Church.

34. The Pastors and Deacons Board shall at a duly constituted meeting elect from amongst its members, office bearers who shall serve for a term of three (3) years and shall be eligible for re-election for a final term of three (3) years.

Appointment and Ordination of Deacons

Part II – Functions

35. The functions of the Pastors and Deacons Board shall include: -

i. Oversight and Arbitration Role:

- a. Guidance to new ministry direction (vision bearing);
- b. Ensure the Church's teachings remain true to Biblical Scripture (doctrinal discipline);

- c. To oversee the recruitment, termination and exit of Pastors with due regard to the relevant administration and staffing policies of the church.
- d. To oversee the appointment, selection, training ordination and exit of deacons
- e. Responsible for Church members' discipline.
- f. To oversee the nominations and elections of leaders of the Church.
- g Appointment of Members to the Ordination Council when need arises.
- h. To provide guidance to Ministry Partnerships.
- i. To arbitrate any dispute arising in Church in line with Biblical scripture.

ii Spiritual Care Role:

- a. Assimilation and care of Members (diakonia),
- b. Ministering to Members in need or in times of crisis,
- c. Building Christian fellowship among church members,
- d. Guide and counsel errant members and be available to teach, instruct and minister to the members,
- e. Set a good example of Christian life as ordained Christian leaders and provide personal support to Church activities.

iii. Proclamation of the Gospel to Believers and Non- Believers:

- a. Discipline through teaching and training.
- b. Pulpit preaching.
- c. Church planting.
- d. Identifying new frontiers for ministry.
- f. . Appoint, select, train and ordain new Pastors and Deacons for the ministry of the church.

iv. Administration:

- a. Attend scheduled meetings of the Church and perform assigned duties emanating there from.
- b. Appoint Committees of the Board and set up Terms of References for the committees.

- c. Consider and approve periodic review of ministry policies, programmes, strategies and activities.
- d. Ensure the Church develops and nurtures healthy relationships through networking and partnerships through: intra-church, inter-church, other local organizations and government agencies, both local and international.
- e. Facilitate and oversee pastoral internship and exchange programs

Part III – Qualifications of a Deacon

36. A Deacon shall: -

- i. Be a born again Christian.
- ii. Be a man of high integrity, husband of one wife if married, spiritually mature, a person of sound doctrine, have a healthy family life and good community reputation according to 1 Timothy 3:1-12.
- iii. Manage his family and his affairs in ways that promote the integrity and witness of the gospel of Jesus Christ.
- iv. Have been a member of the Church for at least Five (5) continuous years provided that ordained Deacons and Ministers transferring from other Baptist Churches of like faith may be considered by the Church for service.
- v. Be available and willing to serve in the leadership of the Church.

Part IV – Nomination and Ordination of Deacons

37. The members of the Board shall propose names of persons to be considered for appointment as Deacons to the Pastors and Deacons Board.

38. The Pastors and Deacons Board shall then shortlist and train the eligible candidates based on the needs of the church, the diversity of gifts and qualifications as stated in Part III below.

39. The members of the Board shall thereafter visit the short-listed candidates at their homes to confirm compliance with Part III above.

40. The names of the Deacons who are nominated to be Members of the Board shall subsequently be published to the members of the Church. Any nominee whose appointment is rejected by Members with valid reasons shall not be ordained.

41. The nominated Deacons shall then be ordained within three months of such publication.

42. A Deacon shall;

- i) Co-operate with the Pastors in the oversight of the Church;

- ii) Be in charge of spiritual advancement and interests of the Church;
- iii) Be responsible for watch care of the members;
- iv) Assist the Pastors in the observance of the ordinances of the Church.

43. A Deacon shall hold office for two (2) terms of seven (7) years each with a one (1) year sabbatical leave taken after the seventh (7th) year with an option to offer themselves for continued service for an extended period of not more than seven (7) years with approval from the Pastors and Deacons Board.

Part V – Cessation of the office of a Deacon

44. A Deacon shall cease to be a deacon upon:

- i) Making a formal application in writing to the Pastors and Deacons Board resigning from their position;
- ii) Failure to comply with the relevant Code of Conduct;
- iii) Ex-communication from membership;
- iv) Incapacitation;
- v) Consistent failure to satisfactorily perform the functions of the office;
- vi) Retirement or expiry of the term;
- vii) Being elected if elected to the office of a Trustee, an Office Bearer or recruited as a staff member (other than a Deacon recruited to support the functions of PDB) for the time they hold that office;
- viii) Death.

CHAPTER 8 – BOARD OF TRUSTEES

Part I – Establishment

45. There shall be a Board of Trustees who shall be stewards of Church resources and shall consist of:

- i) A chairperson;
- ii) At least six (6) and not more than ten (10) other Trustees. Provided that the number of Trustees in

the Board shall be an odd number at any given time.

iii) The Church Treasurer who shall be an ex-officio member of the Board.

Part II – Functions

46. The functions of the Board of Trustees shall be;

- i) Identification of strategic frontiers for growth in line with the Church long term vision.
- ii) Representing the Church in all legal matters and entering into all contractual agreements on behalf of the church and ensuring compliance with the legal requirements of the Laws of Kenya.
- iii) Formulate policies on the mode of execution of any Church document and/or contract for it to be deemed properly executed.
- iv) Ensuring due diligence in the acquisition, security and disposal of Church Assets in compliance with the established policies and procedures of the Church and upon approval in a duly constituted Members Meeting.
- v) Responsible for the procurement of goods and services.
- vi) Ensuring formulation and maintenance of sound financial management procedures.
- vii) Ensuring timely preparation and presentation of audited accounts and financial statements at Members Meeting.
- viii) Any other functions as may be passed in a duly constituted Members Meeting.

Part III - Election of Chairperson and Trustees

47. The Chairperson of the Board of Trustees shall be elected at a duly constituted Members Meeting and shall:

- i) Be a born again Christian
- ii) Be a person of high integrity, walking in obedience to Biblical scripture
- iii) Have been an active member of the Church for a continuous period of at least five (5) years and,
- iv) Have been a trustee for at least one (1) year.

48. The chairperson of the Board of Trustees shall serve for a term of two (2) years and shall be eligible for re-election for one final term of two (2) years provided that they are re-elected as a Trustee.

49. Where the chairperson has been serving as a Trustee for a period more than one (1) year, then the term shall be limited to the unexpired period of their trusteeship.

50. The Trustees shall be elected at a duly constituted Members Meeting and shall;

- i) Be born again Christians;
- ii) Be persons of high integrity, walking in obedience to Biblical scripture; and
- iii) Have been an active member of the Church for a continuous period of at least five (5) years.

51. A trustee shall serve for a term of three (3) years and shall be eligible for re-election for a final term of three (3) years.

52. The Board of Trustees at a duly constituted Board meeting shall elect from amongst its members the Vice Chairperson and Secretary.

Part IV - Cessation from membership of the Board of Trustees

53. A Trustee shall cease to perform the duties of a Trustee upon:

- i) Appointment as a Deacon or election as a Church Official;
- ii) Making a formal application in writing to the Board of Trustees resigning from their position;
- iii) Ex-communication from membership;
- iv) Failure to comply with the relevant Code of Conduct;
- v) Being declared bankrupt;
- vi) Incapacitation;
- vii) Becoming a member of staff;
- viii) Consistent failure to satisfactorily perform the functions of the office;
- ix) Death

CHAPTER 9 – CHURCH COUNCIL

Part I – Establishment

54. There shall be established a Church Council whose membership shall consist of the following persons;

- i) Moderator;
- ii) Vice Moderator;

- iii) Treasurer;
- iv) Church Secretary;
- v) Chair of Pastors and Deacons Board;
- vi) Chair of Board of Trustees;
- vii) Senior Pastor or his representative;
- viii) Representatives as determined by the Council from the Church departments and ministries.
- ix) Senior member of Staff as defined in the church structure and relevant church policies.

Part II - Functions

55. It shall be the responsibility of the Church Council to discharge the following functions:

Overseeing, implementation and coordination

- i) Ensure sound and responsive governance and management systems and structures of the Church are maintained.
- ii) Adopt, harmonize and implement resolutions of the Pastors and Deacons Board, the Board of Trustees and decisions of duly constituted Members Meetings.
- iii) Identify policy gaps and refer them to the relevant Church organ for action.
- iv) Ensure prudent financial management, adequate budgeting and budgeting controls, book keeping of accounts, accountability and transparency to the Church Members.
- v) Create agenda for Members Meetings in consultation with the Pastors and Deacons Board and the Board of Trustees.
- vi) Set up committees from time to time with clear terms of reference relevant to its core mandate.
- vii) Oversee implementation of the Church's strategic plans within the applicable period of time and make quarterly reports to the Church Members.
- viii) Develop and manage the Church calendar.

56. The Church Council shall isolate cases that affect the different issues of the Church and refer them to the respective Boards according to their functions.

57. The Church Council shall meet at least once every three months of the Church year.

58. The Church Council shall be constituted at every Annual General Meeting.

CHAPTER 10 – OFFICE BEARERS

Part I - Elections

59. The Church shall at an Annual General Meeting elect the following office bearers;

- i) Moderator
- ii) Vice Moderator
- iii) Church secretary
- iv) Treasurer

Part II - Duties of the Office bearers

Moderator

60. The Church shall elect a Moderator whose duties shall be;

- i) Chair the meetings of the Church Council;
- ii) Preside over the Members Meetings;
- ii) Prepare the agenda for members meetings and church council meetings in conjunction with the Church Secretary

Vice Moderator

61. The Church shall elect a Vice-Moderator whose duties shall be;

- i) Deputise the Moderator
- ii) Perform any other duties assigned by the Church Council from time to time.

Church Secretary

62. The church shall elect the Church Secretary who shall;

- i) In conjunction with the Moderator, prepare the agenda for the Members Meetings and Church council meetings;
- ii) Call and give notice of members meetings.
- iii) Be custodian of all Church records and minutes of all Members Meetings and the Church Council meetings;

- iv) Ensure compliance with legal requirements as may be required under the Societies Act or any statutory modification or re-enactment for the time being in force;
- v) Perform any other duties assigned by the Church Council from time to time.

Treasurer

63. The church shall elect the Church Treasurer who shall

- i) Ensure that books of accounts and financial records are kept in accordance with accepted accounting standards.
- ii) Ensure the maintenance of sound financial management procedures.
- iii) Provide reports of all income and expenditure to the Church.
- iv) Ensure timely audit of the books of accounts for presentation at the Annual General Meeting through the Board of Trustees.
- v) Perform any other duties assigned by the Church Council from time to time.

Part III – Qualifications of office bearers

64. The following shall be the qualifications of an Office Bearer:

- i) Born again Christian;
- ii) Be a person of high integrity, sound doctrine and good moral standing;
- iii) Have been an active member of the Church for a continuous period of not less than five (5) years.

Part IV – Term of office

65. The Church Office Bearers shall serve for a term of two (2) years and shall be eligible for re-election for a final term of two (2) years.

Part V – Cessation of office for the Office Bearer

66. An Office Bearer shall cease to perform the duties of that office upon:

- i) Makes a formal application in writing to the Church Council resigning from their position;
- ii) Is removed from office by a resolution of members in a duly constituted Members Meeting.
- iii) Failure to comply with the relevant Code of Conduct;
- iv) Becoming a staff member of the Church;

- v) Ex-communication from membership;
- vi) Incapacitation;
- vii) Consistent failure to satisfactorily perform the functions of the office;
- viii) Death.

CHAPTER 11 - EXECUTIVE COMMITTEE OF THE CHURCH

67. There shall be established an Executive Committee whose membership shall be:

- i) Senior pastor or in his absence Associate Pastor
- ii) Moderator
- iii) Chair of Pastors and Deacons Board
- iv) Chair of Board of Trustees
- v) Treasurer
- vi) Any other church officer or person that may be invited to the meeting if they are required for advisory purposes only on a need basis.

68. The position of the chairperson shall rotate annually among the moderator, chair of Pastors and Deacons Board and the chair of the Board of Trustees.

Meetings

69. The Quorum shall be two thirds of the members provided that the Pastors and Deacons Boards shall have a representative.

Functions

70. The following are the functions of the Executive Committee:

- i. Maintain harmony amongst the Church Organs through consultation and consensus building;
- ii. Create efficiency and foster smooth running of the church;
- iii. Rapidly respond to urgent matters that cut across the church organs;
- iv. Decisions of this forum shall be referred to the relevant bodies for implementation.

CHAPTER 12 – MEMBERS MEETINGS

Definitions

“hybrid meeting” means a meeting where some of participants are in the same physical location while other participants join the meeting through electronic means including videoconference, audio conference, web conference, or such other electronic method;

“virtual meeting” means a meeting where all the members join and participate in the meeting through electronic means including video conference, audio conference, web conference, or such other electronic method.

“physical meeting” means a meeting held and conducted by physical attendance and participation by members at the designated place

71. The Church shall hold Annual General Meetings, Special General Meetings and Members Quarterly Meetings referred to as Members Meetings as provided in this Chapter.

Part I – Annual General Meeting

72. The Church shall hold its Annual General Meeting on or before 30th April of the year, at such time and place as the Church Council shall appoint. Provided that not more than fifteen (15) months shall elapse between the date of one Annual general Meeting and the next.

Notice

73. Every Annual General Meeting shall be called by the Secretary by at least Twenty-One days' (21) notice in writing. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day on which it is given, and shall specify the place, the day, the hour and the mode of meeting i.e whether the meeting shall be physical, virtual or hybrid; The selected software or technology to be used in holding the meeting; The location in the case of a hybrid or physical meeting;

i) The Notice shall specify the agenda of the Annual General Meeting which shall include;

- a. Devotion
- b. Confirmation of Previous Minutes
- c. Adoption of Ministry Reports and Audited Financial Reports
- d. Confirmation of the Church budget passed at the Business Meeting held at the last quarter of the previous Church Year.
- e. Appointment of Auditors
- f. Election of the Church Office Bearers, Trustees and the Chair of Trustees
- g. Mode of the said elections.

- h. Confirmation of the composition of the Church Council,.
 - i. Any Other Business
- ii) The Moderator may change the dates of the Annual General Meeting by giving the Members a fourteen (14) days' notice.
- iii.) Any additional matter to be included in the agenda should be brought to the attention of the moderator at least 14 days before the AGM.

Procedure

74. The Moderator, or in his/her absence the Vice Moderator, shall preside over every Annual General Meeting. In the absence of both the Moderator and Vice-Moderator, the chair of Board of Trustees or in the absence of the chair of Board of Trustees the chair of Pastors and Deacons Board. If none of the above is available, the meeting shall be adjourned for fourteen (14) days and if the same are not available at the meeting, the Senior Pastor or the Associate Pastor shall preside over the meeting.

75. The meeting shall either be physical, virtual or hybrid as shall be decided by the church secretary in consultation with the moderator.

Quorum

76. A quorum shall be those present physically and virtually and eligible to vote and shall not be less than two thirds of the active members. Provided that:

- i) If within two hours from the time appointed for the meeting a quorum is not present, the meeting shall be postponed to the same day in the next week at the same time mode and place, and if at such postponed meeting a quorum is not present within two hours from the time appointed for the meeting, the meeting shall stand postponed again to the same day in the next week at the same time mode and place. In the meeting after the second postponement the members present at the appointed time and place shall constitute a quorum and hold the Annual General Meeting subject to notifying the members in writing of the said meetings;
- i) If the place where a meeting was to be held is no longer available, the meeting may be held at the same time at a different place.

Part II - Members Quarterly Meetings

77. The Church shall hold a Members Quarterly Meeting every quarter but not less than four (4) times in a

year.

Notice

78. Members Quarterly Meetings shall be called with at least fourteen (14) days' notice in writing. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day on which it is given, and shall specify the place, the day, the hour and the mode of meeting i.e whether the meeting shall be physical, virtual or hybrid; The selected software or technology to be used in holding the meeting; The location in the case of a hybrid or physical meeting;

The notice shall specify the agenda of the meeting which shall be but not limited to;

- a) Devotion
- b) Confirmation of previous Minutes
- c) Ministry Reports
- d) Financial Report
- e) Ratification of New Members
- f) Any Other Business

Procedure

79. The moderator or in his/her absence the Vice Moderator shall preside over every Annual General Meeting. In their absence, the chair of the Board of Trustees or in the absence of the chair of the Board of Trustees, the chair of the Pastors and Deacons Board. If none of the above is available, the meeting shall be adjourned for 14 days and if the same are not available at the meeting, the Senior Pastor or the Associate pastor shall preside over the meeting.

80. The meeting shall either be physical, virtual or hybrid as shall be decided by the church secretary in consultation with the moderator

Quorum

81. The Quorum for a Members Quarterly Meeting shall be those present both physically and virtually and eligible to vote and shall not be less than One Hundred Twenty (120) members.

Provided that:

- i) If within two hours from the time appointed for the meeting a quorum is not present, the meeting shall be postponed to the same day in the next week at the same time and place. The members present at the second meeting at the appointed time and place shall constitute a quorum and hold

the Members Quarterly Meetings subject to notifying members in writing;

- ii) If the place where the postponed meeting was to be held is no longer available, the meeting may be held at the same time at a different place.

Mode of elections

82. Elections in a members meeting shall either be physical, virtual or hybrid as shall be decided by the Nomination Election and Transition Committee in consultation with the Pastors and Deacons Board, The Moderator and the Church Secretary

Part III – Special General Meeting

83. Special General Meetings shall be called for a specific purpose either by,

- i) The Secretary, in his/her absence
- ii) The Moderator, in his/her absence
- iii) The Chair Pastors and Deacons Board or;
- iv) Chair Board of Trustees or;
- v) At least one third of the active members who have been resident members of the Church for at least 7 years who shall have served a written and signed notice to the Secretary with a copy to the chairs of the Pastors and Deacons Board and Board of Trustees.

Notice

84. Every Special General Meeting shall be called by at least fourteen (14) days' notice in writing. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day on which it is given, and shall specify the place, the day, the hour and the mode of meeting i.e whether the meeting shall be physical, virtual or hybrid; The selected software or technology to be used in holding the meeting; The location in the case of a hybrid or physical meeting; The notice shall specify the agenda of the meeting.

85. With respect to Article 83 (iv) the One Third of the Active Members shall have served the secretary with a notice of intention to call a Special General Meeting and the Moderator has refused and/or neglected to call for a Special General Meeting.

- i) They shall then issue the Secretary with a seven (7) days' notice of the Special General Meeting thereafter the meeting shall be held within fourteen (14) days of such notice.
- ii) The signatures of the one third of the active members calling the Special General Meeting shall be appended on the notice calling the meeting.

- iii) The notice calling the Special General Meeting shall specify the agenda for the meeting.
- iv) No matter shall be discussed other the one stated in notice.

Quorum

86. The Quorum for a Special General Meeting shall be those present both physically and virtually and eligible to vote and shall not be less than one third of the active members.

Procedure

87. i) The moderator or in his absence the Vice Moderator shall preside at every Special General Meeting.

In the absence of both the Moderator and the Vice Moderator, the chair of Board of Trustees or in his absence the chair of Pastors and Deacons Board. If none of them is available the meeting shall be adjourned for 14 days and if the same are not available at the meeting, the senior pastor or the Associate pastor shall chair the meeting.

ii) For the meeting called by the members they shall elect a chair and secretary to preside over the meeting.

88. The procedure at Members' Meetings shall be according to the Rules of Conduct.

89. A duly constituted Members' Meeting shall be the supreme decision making forum of the Church.

90. The meeting shall either be physical, virtual or hybrid as shall be decided by the moderator or in his/her absence the Vice Moderator. In the absence of the Moderator or Vice Moderator, the chair of Board of Trustees or in his/her absence the chair of Pastors and Deacons Board. If none of them is available the Senior Pastor.

91. A members meeting shall be called by the secretary. In the absence of the secretary it shall be called by the moderator or in his/her absence the Vice Moderator. In the absence of the Moderator or Vice Moderator, the chair of Board of Trustees or in his/her absence the chair of Pastors and Deacons Board. If none of them is available the Senior Pastor.

CHAPTER 14 – ESTABLISHMENTS

Part 1 - Church Plants

92.

- i) The Church shall in a mission to spread the gospel purpose to establish churches which shall remain under the support of the Church for a maximum period of seven (7) years unless the period is extended through a recommendation of the Pastors and Deacons Board during a Business Meeting;
- ii) Upon identification of a suitable location for establishment of a church, the Pastors and Deacons Board will recommend to the Board of Trustees to facilitate settlement and shall acquire land to be registered in the name of the Church for establishment of the plant.
- iii) The Pastors and Deacons Board shall appoint a person of high integrity and qualified to hold office according to 1st Timothy 3:1-7 to be the Pastor for the said church to commence the ministry.
- iv) The church so established shall remain under the umbrella and support of the Church and this constitution shall be its supreme governing law. However the plants shall formulate their policies provided that they are not inconsistent with this constitution within the period contemplated by clause (i) of this article.
- v) Upon expiry of the support period contemplated by clause (a) of this article, a resolution shall be passed at an Annual General Meeting through the Pastors and Deacons Board that the church so established shall then function as an autonomous body separate from the Church.

CHAPTER 15 - FUNDS

93. The Funds of the Church may only be used for the following purposes;

- i) To promote the objects of the Church,
- ii) To fulfil such obligations as approved in the annual budget of the Church,
- iii) Any other items authorized in a supplementary budget of the Church in a duly constituted Members Meeting where necessary.

94. The Church council shall appoint signatories to all Church bank accounts provided the appointment of the following shall be mandatory:

- i) Chair of Trustees
- ii) Treasurer
- iii) Chair of Pastors and Deacons Board.

95. The accounts of the Church shall be open for inspection by any Member upon such Member giving a fourteen(14) days notice to the Church Office of his/her intention to inspect the Church accounts
96. All moneys and funds shall be received and/ or paid to the church Treasury and shall be deposited in the Church bank accounts as approved by the Board of Trustees.
97. Based upon the church's net assets, the Board of Trustees may establish such funds as the operating fund, short-term reserve fund, an endowment fund, and a long-term reserve fund.
98. The financial year of the Church shall be from 1st January to 31st December.

CHAPTER 16 – AUDITOR

99. There shall be an Auditor appointed by the Church at an Annual General Meeting.
100. It shall be the responsibility of the Auditor to present the Audited report to the Board of Trustees within sixty (60) days from the end of the financial year and thereafter to the Members at the Annual General Meeting. A copy of the Auditor's report on the accounts and statements of the Church shall be furnished to Members at least seven (7) days before the Annual General Meeting.
101. The Auditor shall examine the Church accounts and statements and issue an opinion on whether they have been prepared in accordance with the law, prevailing standards and rules of auditing.
102. No Auditor shall be an Office Bearer or Member of any Board of the Church.
103. The term of service of the Auditor shall be one (1) year renewable up to a maximum of three (3) terms subject to satisfactory performance.

CHAPTER 17 – AMENDMENT OF THE CONSTITUTION

104. This Constitution may be amended at an Annual General Meeting or Special General Meeting. The quorum shall be at least three quarters of the active members.
105. The proposed amendment to this constitution shall be served to the Members at least ninety (90) days before the Annual General Meeting in which the amendments are to be approved.
106. Amendments to the constitution of the society must be approved by at least two-thirds majority of members at a general meeting of the society. They cannot, however, be implemented without the prior

consent in writing of the Registrar, obtained upon application to him made in writing and signed by three of the office bearers.

CHAPTER 18 – DISSOLUTION

107. The church shall stand dissolved either by reason of it becoming insolvent or ceases to be a Baptist church.

108. The Church shall not be dissolved except by a joint recommendation of the Board of Pastors and Deacons, the Church Council and the Board of Trustees.

109. The recommendation to dissolve the Church shall be tabled in an Annual General Meeting with a quorum of not less than fifty (50%) of the Resident Members. Provided that the notice of the Annual General Meeting shall be given to Resident Members Six (6) months prior to the date of the Annual General Meeting.

110. The resolution to dissolve the church shall be passed by at least three quarters (3/4) majority of the members present physically and virtually and voting.

111. No dissolution shall be passed without prior consent in writing of the Registrar of Societies, upon a written application signed by the following Church Officials:

- i) Moderator
- ii) Church Secretary
- iii) Treasurer.

112. Upon dissolution of the Church and on payments of all liabilities, all assets both movable and immovable, investments, monies and securities which have been acquired by the Church shall pass onto a Baptist Church or similar organization of like faith and objectives, as proposed to the Members by a joint recommendation of the Pastors and Deacons Board, the Church Council and the Board of Trustees. Failing any such approval by the Members the same shall pass on to:

- i) The Baptist Convention of Kenya;
- ii) Upon failure of all the foregoing, as ordered by the High Court of Kenya.

CHAPTER 19 – SUBSIDIARY LEGISLATION

113. The Church shall make By-Laws or such Rules, Policies and Regulations which shall guide the operations of the Church and its affiliates for effective implementation of this Constitution.”



PARKLANDS BAPTIST CHURCH

Arise and Shine
Isaiah 60:1



P.O. Box 14446- 00800, Nairobi Kenya.



+254 20 2650239 / 2642771



+254 722 845401 / 733 944379



reception@parklandsbaptist.org



www.parklandsbaptist.org