BY-LAWS MADE UNDER THE CONSTITUTION OF THE BAPTIST UNION OF VICTORIA ('BUV')

These by-laws were adopted with the unanimous approval of the Annual Assembly of the BUV on 9 October 2009 at its meeting held at Sydenham Baptist Church, superseding all previous by-laws of the Union.

Council Function

1. Council is responsible for the governance of the BUV, including:

- **a.** The Objects of the BUV as found in the Constitution
- **b.** The responsibilities of "Executive Council" in The Baptist Union Incorporation Act 1930.
- **c.** Ensure the implementation of policy decisions of Assembly
- **d.** Strategic planning for the BUV
- **e.** Financial planning for the BUV, including responsibility for the Advancement Fund and all other Trust Funds of the BUV
- **f.** Co-operative planning with BUV Agencies
- **g.** The Ministry Review Task Force Report recommendations agreed to in December 2000 and any further governance reviews.

2. Council has the overall responsibility for Assembly Gatherings. Council determines the number of Assemblies in each year (not less than 1 plus an Annual Assembly) and their location and program. No Assembly can be called without at least 28 days notice to all constituent churches and Agencies. Council determines chairing arrangements for Assembly, as needed.

3. Council determines its own meeting procedure and frequency, but must meet at least six (6) times each year.

4. For the purposes of these By-Laws, a meeting of Council members means:

- **a.** a meeting of Council members assembled in person on the same day at the same time and place; or
- **b.** the Council members communicating with each other by any technological means by which they are able simultaneously to hear each other and to participate in discussion notwithstanding they (or one or more of them) are not physically present in the same place,

and a Council member participating in the meeting under paragraph (b) is deemed to be present (including for the purposes of constituting a quorum) and entitled to vote at the meeting.

5. Council has power to :

a. Establish committees or task forces as needed, including

i. Nominating

ii. Audit and Finance

iii. Constitution

iv. Education

v. Legal

b. Hold, use and dispose of all real and personal property vested outright in the BUV and to make regulation regarding these rights.

c. Approve the budgets for the BUV and any trust funds.

d. Call for reports, including financial reports, from Agencies, other BUV Committees/Bodies, officers or staff of the BUV.

e. Request at a Council meeting representatives from Agencies, other BUV Committees/Bodies, officers or staff of the BUV.

f. Recommend to Assembly an annual Ministry Contribution Fee from each constituent church and enforce that annually determined fee.

g. Approve any applicant new church for membership of the BUV.

h. Recommend to Assembly that a constituent church be dissociated from the BUV.

i. Where a vacancy arises during a term, appoint a person to act in any of the "Special Positions" or endorse a person nominated by the relevant Board/Committee to fill the vacancy in an acting capacity until the next available Assembly.

j. Approve the appointment of the Principal of the BUV Schools; Carey, Strathcona and Kilvington.

k. Appoint people to the Leadership Team for positions not on the Special Positions List.

Council Election

6. The Council shall consist of –

- The Director of Ministries
- The Union Secretary
- The Honorary Legal Advisor;
- Six (6) persons who are members of a constituent church of the Union and who have been elected by Assembly.

The President is not a Council member, but has a standing invitation to attend all Council meetings.

7. For the six positions to be elected by an Assembly, each are appointed for a three year term. Two members are to be re-elected each year.

8. If any vacancy arises during a term, Council may fill the vacancy until the next Assembly where the unexpired portion of the term may be formally filled by Assembly election.

9. Council may co-opt members in accordance with the following provisions:

- Only two members may be co-opted at any one time.
- Members can only be co-opted for a maximum of three successive years.
- Co-opted members have all the rights and obligations of elected members.

Leadership Team Function

10. The Leadership Team is responsible for the operations of the BUV and for the implementation of policies and strategies determined by Council. The responsibilities will include:

a. Preparation of budgets and other financial reports.
b. The conduct and arrangement of Assembly Gatherings.
c. Facilitating vision strategy and policy development throughout the Union
d. Oversee partnerships, training and mission ventures
e. Recommend any applicant new church for membership of the BUV to Council.

11. Leadership Team has the power to:

a. Appoint staff to non-Leadership Team positions with the BUV.
b. Approve the appointment of BUV School Chaplains.

Leadership Team Composition

12. Council shall approve the composition of the Leadership Team.

13. At all times the Leadership Team must include the following:

- Director of Ministries
- Regional Ministers (minimum of two)
- Director of Finance and Administration
- Principal of Whitley College
- Director of GiA Victoria
- CEO of Baptcare (or nominee)
- A minimum of one and a maximum of four other positions

14. The President is an ex-officio member of the Leadership Team.

15. The quorum for Leadership Team meetings is 6 members.

16. A Leadership Team meeting may be held using the guidelines for Council in By- Law 4.

Advisory Board Function

17. The duties of the Board shall be:

- To serve the Union by communicating with churches which are searching for, or are about to search for a pastor;
- To be the recognized medium of communication with ministers with a view to changes of pastoral settlements;

- To offer advice, if sought, to bodies other than churches seeking the services of ministers of the Union on a stipendiary basis;
- To maintain and monitor the "Lists of Pastoral Leaders"
- In consultation with Regional Ministers, to communicate with churches and ministers in circumstances of special difficulty.

Advisory Board Election

18. Advisory Board comprises the Director of Ministries and 10 Assembly elected positions, each for a 2 year term.

19. The Union Secretary and the Honorary Legal Advisor are ex-officio members of Advisory Board.

20. For the 10 positions to be elected by an Assembly, in alternating years 5 unordained members of any constituent church only and 5 ordained and accredited ministers of the BUV only can be elected.

21. If any vacancy arises during a term, Council may fill the vacancy until the next Assembly where the unexpired portion of the term may be formally filled by Assembly election. This composition (unordained/ordained and accredited) must be maintained where a vacancy is filled by Council election during a term.

Assembly Election to Boards/Committees Generally

22. Under the direction of Council, all BUV Boards and Committees with positions requiring Assembly election will face a common process managed by the Union Secretary.

23. All nominations must be received by the Union Secretary at least 28 days prior to the relevant Assembly.

24. Nominations must be in writing, made by either a constituent church of the BUV, by the governing body of any BUV Agency, or by 10 members of Assembly. The nomination must be signed by the nominee.

25. For all nominations received, a ballot is conducted at the relevant Assembly as directed by Council.

Special Elections at Assembly

26. A Vice President of the BUV is elected by ballot, carried by at least a 2/3 majority of those present who vote, each Annual Assembly. The elected person becomes an Officer of the BUV for 2 years. There is a Vice Presidential year and a Presidential year – each running from Annual Assembly to Annual Assembly (usually October of successive years).

27. The Honorary Legal Advisor is declared elected each Annual Assembly on the nomination of Council.

28. Honorary members of Assembly appointed by Council can be recognised at any Assembly.

29. Further, there is a Special Positions List of salaried appointments to the BUV requiring Assembly appointment by ballot, carried by at a least a 2/3 majority of those present who vote. This List comprises:

- **a.** Director of Ministries, BUV
- **b.** Union Secretary, BUV
- **c.** Director of Finance and Administration, BUV
- **d.** Regional Ministers, BUV
- **e.** Director of Leadership Training, BUV
- **f.** CEO, Baptist Community Care
- **g.** Principal and Professors of Whitley College

30. Special Positions List proposals come to an Assembly on the nomination of Council and, where relevant, of the Agency concerned. The actual election is managed by scrutineers appointed by and responsible to Council.

Delegates to Assembly

The basis of representation of constituent churches in Assembly is –

31. Each church may appoint 2 official delegates. In addition, 1 official delegate for each complete 50 members above the first 100 (based on the annual statistical return to the BUV) may be appointed.

32. The Union Secretary will seek confirmation of each church's official delegates each year. Where no confirmation is received, the last appointed delegates advised to the BUV will be assumed to continue.

33. A church may send an alternate delegate to any Assembly for any official delegate who is not present. Approved alternate delegates can be advised in writing to the BUV at any time.

Various

34. The quorum for any Assembly is 50 members.

35. Assembly delegates to Council all of its powers under the Victorian Baptist Advancement Fund Charter, save Charter amendment, such that references in the Charter to Assembly can be read as references to Council. This delegation does not apply to the power to alter the Charter, which remains with Assembly.

36. All previous By-Laws are here superseded. All appointments, elections and decisions made under the previous By-Laws have the same effect and validity as if made under these By-Laws.

37. The Agencies of the BUV, which are governed by their own constitutional frameworks, are:

- **a.** Whitley College: the Baptist College of Victoria
- **b.** Baptist Community Care Ltd
- **c.** Global interAction Victoria

d. Kilvington Baptist Girls' Grammar School

e. Strathcona Baptist Girls' Grammar School

f. Carey Baptist Grammar School

By-Laws History

Details	**Date**
Revised By-Laws (in this format) accepted at BUV Assembly, replacing all previous by-laws of the Union.	Oct 2009
'Victorian Director, Global interaction' removed from Special Positions List (By-law 29)	May 2011
President is not a Council member, but has a standing invitation to attend all Council meetings added to by-law 6	Oct 2011
President removed as member of Advisory Board (By-law 18)	Oct 2011
Changes to by-law 26 to recognise the removal of Immediate Past President.	Oct 2011