



**CONSTITUTION and  
RULES of PROCEDURE of  
TOKAI COMMUNITY CHURCH,  
Tokai, Western Cape**

**A Constituent Church of REACH-South Africa**  
(formerly known as the Church of England in South Africa)

*To know Christ and to make Christ known*



**1.**

**TO THE GLORY OF GOD.**

It is hereby declared that the congregation of Tokai Community Church, Tokai, is a constituent Church of the Church of England in South Africa, and has subscribed to the constitution of, and has been declared a Constituent Church by, the said Church of England in South Africa, and hereby adopts the following as its Constitution and procedure.

**2.**

Tokai Community Church, Tokai, hereafter referred to as “this Church,” shall, in terms of Secular Law, be a voluntary Association with full legal personality, with perpetual succession and the power to hold property on its own name, distinct from its members, and capable of being sued and suing in its own name.

All immovable property of this church shall be registered in the name of the Central Trustees of the Church of England in South Africa.

**3.**

The aims of and objects of this Church shall be to provide for the worship of God, in terms of the faith and doctrine laid down in the Constitution of the Church of England in South Africa.

**4.**

The affairs of this Church shall be regulated and controlled by a Council, hereinafter referred to as “the Council” and constituted as hereinafter provided.

## 5.

### **MEMBERSHIP**

There shall be kept a record of the members of this church. A member shall be a person who has applied to the Church Council for membership, on the relevant signed forms, and who has been admitted as such.

The Church Council shall not admit any person to membership unless he or she:

- a. has been baptised and has made a personal confession of faith in the Lord Jesus Christ;
- b. has accepted and continues to accept the Constitution of the Church of England in South Africa;
- c. is over 18 years of age;
- d. is not a member of any other church;
- e. has been a habitual worshipper at this church for a period not less than six months, provided that a member of the Church of England in South Africa, upon transfer to this church, shall be received as a member of this Church if he applies for admission as such:

The provisions of clauses d. and e. may be relaxed in the case of missionaries serving away from their home/sending church; providing their home/sending church agrees and only for the duration in which they live in Cape Town and are in regular attendance at worship services.

The Church Council may remove from membership, any member who has failed to be in attendance for a year or longer if they are satisfied that by their absence the member concerned no longer qualifies to be a member; unless that member has ceased to be a habitual worshipper on account of age or ill-health or any other reason that the Council deems valid.

## 6.

### ANNUAL VESTRY MEETINGS

- i. A GENERAL meeting of members shall be held once in every year, as is convenient on a date to be fixed by the Council, but in no case later than 31<sup>st</sup> May in any year.

Such meeting shall be called the Annual Vestry Meeting and shall be chaired by the Rector or his nominee. If there is no Rector or nominee, the meeting shall elect an Acting Chairman from the Council Members. The Chairman shall have a casting vote.

A quorum shall be twenty (20) percent of the total number of members as per the Membership Roll. Failing a quorum, the meeting shall be adjourned for not more than thirty days to a date determined by the Church Council. At that meeting, those present shall form a quorum.

- ii. The Annual Vestry Meeting shall receive, consider and adopt or take such other action as may be deemed advisable on the Financial Report and other Reports for the past year, and shall transact such other business as is on the Agenda.
- iii. Any member wishing to put forward a motion at the Annual Vestry Meeting shall, not less than two weeks before the meeting, notify in writing, the terms of the motion to the Secretary of the Council. Such motion must be seconded by a member of the Church.
- iv. All voting at a Vestry Meeting (other than as stated elsewhere in this Constitution) shall be by show of hands unless a private ballot be requested by any two members of the Church which shall then be implemented for any specific motion.
- v. No person shall be entitled to vote at any Vestry Meeting, or be eligible as holder of any office and/or as member of any body or Council constituted by this Constitution unless he or she be a member.
- vi. Any person attending this Church, but who is not a member, may attend a Vestry Meeting, and speak to any motion but shall not have a vote.

## 7.

The Annual Vestry Meeting shall elect, as necessary depending on the retirements in terms of clause 12 (i), for the ensuing year, the following office-bearers, namely:

The People's Wardens and Members of the Council.

The Rector will appoint the Rector's Warden.

If the Church has no Rector the Rector's Warden will continue in office until the next Vestry Meeting at which the Rector is present.

- i. No Church member shall be eligible for nomination as a Church Warden or a Council Member, unless he or she has been a registered member of this Church for a period of not less than six months.
- ii. Nominations for all Church office-bearers and Council Members can be made or seconded only by members of this Church. Both nominations and acceptances thereof must be made in writing to the Secretary of the Council at least two weeks prior to the Vestry Meeting.
- iii. All nominations have to be approved by a Nominations Committee consisting of the Rector and Churchwardens.
- iv. If the approved nominations are equal to or less than the relevant vacancies for that year, then the nominations shall be approved by voting as per Item 6 iv. If there are more nominations than vacancies, then the election will be by private ballot. Vacancies will be filled by those with the most votes, providing that each has obtained a majority of votes from those present and entitled to vote.

## 8.

Verbal notice of the place, date and time of the Annual Vestry Meeting shall be given on three consecutive Sundays beforehand, at both the morning and evening services, and the Agenda for the meeting shall be available in the church on the two Sundays prior to the Vestry Meeting.

## 9.

### **SPECIAL VESTRY MEETINGS**

A special General Meeting of members, hereinafter called a Special Vestry Meeting, may be held at any time to deal with the special business set forth on the notice convening such a meeting. Such a meeting shall be convened at the request of the Council or on receipt of a requisition by the Rector, or Secretary, or one of the Churchwardens, stating the nature of such special business, addressed to the Secretary of the Council and signed by:

- a. at least seven members, or
- b. the Rector of the congregation, or
- c. two Churchwardens.

Upon receipt of such requisition the Secretary of the Council, or the Rector, or a Churchwarden shall convene the Special Vestry Meeting in the same manner prescribed for Annual Vestry Meetings. Such a Special Vestry Meeting shall take place not more than four weeks subsequent to the date of the requisition.

The quorum for a Special Vestry Meeting shall be twenty (20) percent of the total number of members as per the Membership Roll. Failing a quorum, the meeting shall be adjourned for not more than thirty days to a date determined by the Church Council. At that meeting, those present shall form a quorum.

If the matter to be dealt with at such a meeting touches or concerns any member or adherent such member or adherent shall be notified in writing of the requisition at least two weeks before the date of the meeting, and of the date, place and time of the meeting, and shall be entitled to attend and speak thereat.

## 10.

### **THE COUNCIL**

The Council shall consist of:

- a. the Rector and any other Presbyters on staff;
- b. The Churchwardens
- c. Such members as determined by the Annual Vestry Meeting, subject to a minimum of four members and a maximum of six members, provided always the number of clergy should not exceed the number of laymen.

The Council shall appoint a Secretary, hereafter called “the Secretary of the Council”, and a Treasurer. Should the Secretary or the Treasurer not be a Council Member that person shall not be entitled to vote at Council meetings.

## 11.

### **CHAIRMAN OF THE COUNCIL**

The Rector or his nominee shall be the Chairman to preside at meetings of the Council. If there is no Rector, or nominee, an acting Chairman shall be elected by the Council from among their members at each meeting. The Chairman shall have a casting vote.

## 12.

### **MEMBERSHIP OF THE COUNCIL**

- i. Churchwardens and other elected Council Members will hold office for **two years** after which time they are eligible for re-election.
  - Council Members shall arrange their retirement from office so that 50% or less of the incumbent Council Members retire in any one year; and,
  - Churchwardens shall arrange their retirement from office so that both offices do not become vacant simultaneously.
- ii. Immediately before the item on the Agenda at the Annual Vestry Meeting concerning the election of office-bearers, the members of the Council whose term of office is complete in terms of paragraph i of clause 12 shall retire, but shall be eligible for re-election.

- iii. Any vacancy in the membership of the Council occurring between two successive Annual Vestry Meetings may be filled by the Council co-opting a member on to the Council until the next Annual Vestry Meeting.

### **13.**

#### **CHURCHWARDENS**

The Churchwardens shall be appointed as follows:

- a. Three shall be elected, to represent the Sunday congregations, by members of the Congregation (other than the Clergy) from the people nominated for that office at the Annual Vestry Meeting. The Churchwardens so elected shall be known as “People’s Wardens”
- b. One shall be appointed to that office by the Rector. The Churchwarden so appointed shall be known as the “Rector’s Warden”.

The People’s Wardens shall be elected by a majority vote with election by lot in the event of an equality of votes. A vacancy in the office of People’s Warden occurring during the term of office may be filled by the Council until the next Annual Vestry Meeting.

### **14.**

#### **DUTIES OF THE CHURCHWARDENS**

The Churchwardens, along with the Presbyters, shall be entrusted with the spiritual and pastoral oversight of the affairs of this Church, and shall in particular:

- a. maintain the doctrine, standards and practices of the Church of England in South Africa and this church;
- b. have power to require the various services and the Sacraments to be conducted in accordance with the Standards and Formularies of the Church of England in South Africa and to prevent and to prohibit the introduction of any Ceremony, vestment, Fitting or Ornament, which is unlawful in the Church of England in South Africa in terms of its constitution and Canons and/or the Church of England Book of Common Prayer of 1662;

- c. they shall be bound to act on a complaint made in writing under this clause by at least five members of this church, but must refer such complaint to the Council for confirmation of their actions;
- d. oversee the direction and continuance of the various ministries of this church;
- e. look for ways of extending the witness of the Gospel in our area as well as seeking opportunities to plant new churches/congregations.

## **15.**

### **MEETINGS OF THE COUNCIL**

- i. The quorum for ordinary and Special Meetings of the Council shall be at least fifty percent of Council Members.
- ii. Ordinary meetings shall be held once a month as far as circumstances permit. An Agenda for each Ordinary Meeting of the Council shall be prepared by the Secretary of the Council and may be distributed to Council members before the meeting.
- iii. The Secretary of the Council shall include on the Agenda such items as any Council Member may request him to include.
- iv. A motion duly seconded for the adjournment of a Meeting must immediately be put to the vote without further discussion.
- v. If any member of the Council absent themselves for two consecutive Ordinary meetings of the Council without leave or explanation, their seat may, at the discretion of the Council, be declared vacant, and another member co-opted by the Council.

## 16.

### **DUTIES OF THE COUNCIL**

The Council shall be responsible for the efficient administration of the affairs of this Church and shall in particular:

- a. have power to appoint a Rector and/or Presbyters/Deacons or Lay-Ministers to the congregation, to enter into contracts with the persons so appointed relative to his tenure of office and to accept the resignation of an incumbent or to terminate his appointment.  
Such appointment or termination shall be subject to the approval of the Presiding Bishop as laid down in Canon 5 Constitution of the Church of England in South Africa;
- b. rule in the interpretation of this Constitution and Rules of Procedure;
- c. cause proper minutes and record of its proceedings and all other meetings of members and of all transactions of this Church to be kept;
- d. authorise all expenditure and payments;
- e. have authority to open or cause to be opened a current or savings accounts with any registered Commercial, General or Merchant Bank or Building Society and to regulate the manner in which cheques will be signed, or money withdrawn; to raise or borrow money from time to time by means of an overdraft or by the giving of securities and/or in such other manner as the Council may think fit and for effecting such purposes, or any of them, to appoint two or more of their number to sign or execute all such acknowledgments of debt, pledges, powers of attorney to Notarial Bonds, undertakings to repay , and/or other documents as may be necessary.
- f. Have authority in respect of all moneys not immediately required to meet the immediate charges upon this Church, to lend, invest, put out at interest, place of deposit, make advances or otherwise deal with such moneys upon such securities and such manner as the Council may from time to time determine and to realise, vary or re-invest or otherwise deal with such securities as the Council may from time to time determine, and for effecting such purposes, or any of them, to appoint two or more of their number to sign or execute all documents as may be necessary or convenient; provided however that the Council shall not be entitled to invoke any of the powers contained herein unless authorised to do so by a resolution passed at a meeting of the Council by seventy-five percent of those present and entitled to vote.

- g. Take whatever steps may be necessary in terms of this Constitution to negotiate for, conclude and enter into the purchases, sale or exchange of immovable property in accordance with the provisions of clause 20 hereof;
- h. Prepare or cause to be prepared a Financial; Statement, audited by a qualified auditor covering the year 1<sup>st</sup> January to 31<sup>st</sup> December preceding, and present such Statement at the next ensuing Annual Vestry Meeting;
- i. Provide for the keeping and regular revision of the Membership Register;
- j. To set up and establish standing and/or ad-hoc committees or sub-committees and to delegate to such committees any of its powers.

## 17.

### **SPECIAL COUNCIL MEETINGS**

- i. A Special Council Meeting may be called by the Rector, or by two of the Churchwardens, or by any three members of the Council, by means of a verbal request to the Secretary of the Council, or in their absence, the Rector or a Churchwarden stating the purpose of the meeting. The recipient of the request shall, in consultation with the Rector and the other Churchwardens, decide a place, date and time of meeting and immediately advise the Members of the Council either individually in writing or verbally at a general gathering/service of the congregation, informing them also of the purpose of the meeting.
- ii. At the meeting, should the sufficiency of the notice be questioned, a two-thirds majority of those present shall be required to confirm it. If the sufficiency be not confirmed the meeting shall adjourn to such date being not less than five days ahead, as it may decide on, and any Members not present shall immediately be advised by the Secretary of the Council. At such an adjourned meeting the sufficiency of the notice shall be assumed.
- iii. Should there not be a quorum at the first meeting the Members present shall adjourn the meeting to a date not less than five days ahead and Members not present shall be advised immediately by the Secretary of the Council. At that meeting, those present shall form a quorum.

## 18.

### **CHURCH DISCIPLINE**

- i. Allegations of heresy or misconduct against the Rector or a Presbyter/Deacon or Lay-Minister or any office-bearer of this Church shall be referred to the Council for decision and action. The Council may appoint a special committee to investigate such allegations or complaint.

The Committee shall, after its investigations have been completed, report its findings on the matter in question to the Council. Any action then taken by the Council on the matter in question shall require a resolution passed by seventy-five percent of those of its members present at a Special Meeting called for that purpose.

- ii. Subject to the provisions of sub-clause i. of this Clause, the Rector and Churchwardens shall ex-officio be a standing Conciliation Committee to which any member of this Church, whether clerical or lay, shall refer any formal complaint of any nature which he or she wishes to make against any member or body of this Church, whether clerical or lay.

If the committee finds after inquiry that the complaint is well-founded, its members shall admonish and reason with the offender(s) in a spirit of love and charity and if they respond with a sincere change of mind and views, shall report the inquiry and its results to both the complainant and the Council, after which the matter will be treated as closed.

- iii. Should the defendant to a complaint be a member of the Conciliation Committee they shall recuse themselves and the Committee shall fill their position for the duration of the inquiry by the appointment of another member of the Council.

## 19.

### **RIGHT OF APPEAL**

If a member is not satisfied with any decision of the Church Council concerning themselves, that person may ask the Executive Committee of Synod to mediate or arbitrate in terms of Article x (3) (f) and Canon xvii of the Constitution of the Church of England in South Africa. Such arbitration shall be subject to confirmation by the next Synod whose decision shall be final.

## 20.

### **CHURCH PROPERTY**

All instructions to the Central Trustees, regarding this Church's properties, shall be given in writing by either the Rector or the Secretary of the Council after having been duly authorised thereto.

## 21.

### **CONTROL OF SUBSIDIARY BODIES**

Sunday Schools, Clubs, Fellowships, and all other bodies formed to further this Church's Spiritual work shall be subject to the following provisions: -

- a. The Rector shall ex-officio be a member of any controlling committee; and
- b. May exercise control over such organisations and their activities; and
- c. May require a report of their activities and a statement of the financial position at any time from such organisation; and
- d. In the event of there being no Rector, or in his absence, the Rector's Warden shall fulfil this role.

## 22.

### **DECLARATION OF LOYALTY BY OFFICE-BEARERS**

Before entering upon his duties each Council Member shall solemnly assent to the Declaration of Loyalty contained in Canon V(5) of the Constitution of the Church of England in South Africa.

## 23.

### **AMENDMENTS TO THIS CONSTITUTION**

Amendments to this Constitution may be made only at a properly constituted Vestry Meeting.

No amendments which are in any way contrary to the Constitution of the Church of England in South Africa shall be permissible.

Amendments to this constitution must be proposed in writing not less than six weeks prior to the Vestry Meeting. An open meeting must be held between four and six weeks prior to the Vestry meeting where the proposed amendments are tabled, discussed and, if necessary, revised by the Council.

Proposed amendments and any counter proposals to these amendments shall be set out in writing, in full in the agenda of the Vestry Meeting. At the Vestry meeting they shall be voted on without counter proposals or amendments being permitted from the floor.

Amendments shall only be adopted if seventy-five percent of the members present vote in favour of such amendments

Amendments shall be effective immediately they are adopted.

## 24.

### **CLOSURE OF THE CHURCH**

The Church may close down if at least seventy-five percent of the members present and voting at a Special Vestry Meeting convened for the sole purpose of considering such matter, are in favour of closing down.

Should the Church close down as envisaged above its first obligation is to pay off all its debts. Should any money or assets remain after discharging its debts they should be given in the first instance to the Central Trustees for the time being of the Church of England in South Africa.

Should the said Central Trustees not be in a position to receive any such assets then they should be given to another non-profit organisation that has similar aims, objectives and beliefs to this Church. The Special Vestry Meeting called to decide on the closure of the Church shall decide which organisation this should be. No money or assets may be paid to any member or office bearer of the Church, except in the discharging of debts.

## **ADOPTED AT THE ANNUAL VESTRY MEETING OF THE CHURCH HELD ON 11<sup>th</sup> MAY, 1988**

Amended by the Vestry meeting held on 1<sup>st</sup> March 1998 (Item 6.i) and the Vestry Meeting held on 7<sup>th</sup> March 2001 (inserted item 6.ii (a)).

Further amended at the Vestry meeting held on 1<sup>st</sup> April 2009:

- Item 6i (increased quorum for Annual Vestry Meetings);
- Item 9 (increased quorum for Special Vestry Meetings);
- Item 10 (c) (increased number of Council Members);
- added Item 24 (Closure of the Church).

Further amended at the Vestry meeting held on 18 April 2012:

- Item 12 (added new clause i to increase term of office to two years and stagger succession) ... worked through to item 7;
- minor amendments & corrections to Items 10, 16 & 17

Further amended at the Vestry meeting held on 17 April 2013:

- Item 5 (added relaxation of membership requirements for missionaries and added option to remove from membership)
- Item 6 & 7 (changed the order to reflect the meeting (6) and the voting (7). Made sure a quorum was possible at any adjourned meetings. Added 7iv to clarify the voting procedure.)
- Item 13 (made the Rector's Warden an appointment)
- Item 9 & 19 (Made sure a quorum was possible at adjourned meetings.)
- Item 23 (amended the procedure by which the constitution is amended.)
- various spelling mistakes were corrected; gender inclusive language was used and churchwardens was made consistent throughout.

Further amended at the Vestry meeting held on 28 May 2014:

- Item 12 (removed clause: iv - No Churchwarden or elected Council Member shall serve for a continuous period of more than six years.)
- Item 13 (increased the number of People's Wardens to three and clarified that any vacancy in that office may be filled by the Council until the next Annual Vestry Meeting).
- Worked through the increase in Wardens to the numbers required for Items 7, 9 & 17.
- Item 14 (added clauses a, d & e to the duties of churchwardens).
- agreed to a Policy Paper to be read alongside the Constitution explaining eligibility for and responsibilities on the Church Council.