



fresh hope

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30th July 2020

Dear Churches & Leaders,

Many of you will be aware that we have changed the format and date for Collective including our AGM to November 2020.

As a consequence, Conference Executive has resolved to have a special meeting of Conference on Thursday 24th September. Under the Constitution we are required to give you at least 4 weeks' notice of business to be carried out at the meeting.

Please note that we will consider the following business on the 24th September:

1. Important amendments to our Constitution to ensure we are compliant with the expectations of the Australian Charities and Not-For-Profits Commission. Each change is designed to improve our governance clarity and focus.
2. Adoption of our Annual Reports for the year end 30th June 2019.

In order to help you understand these changes please note the following:

You can access digital versions of both the Annual Report and our Constitution on the website.

Annual Report:

See: <https://online.flowpaper.com/79360750/FHANNUALREPORT2019Flowpaper/#page=1>

Conference Constitution:

See: <https://freshhope.org.au/wp-content/uploads/2020/06/Constitution-revision-2017-with-regulation-r-2020.pdf>

Attached to this letter are PDF documents that highlight the resolutions relating to the business of Conference.

Each of the changes to the Constitution are recorded as new or additional clauses to the existing Constitution. We have also provided a PDF explanatory document to help you understand the rationale for these changes.

Transforming
communities and lives
with fresh hope

Fresh Hope is
an initiative of
Churches of Christ
in NSW





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Commencing in August, we intend to allow you time to engage with us in the lead up to the September meeting. We believe that these changes are important and timely additions.

Given the likelihood of us not meeting physically in September, we will facilitate this meeting using digital technology. Therefore, we will also offer the following as a part of our engagement strategy for these proposed changes.

- A series of Q&A videos between the Executive Ministry Director and the President to provide background to the proposed changes in the Constitution. Conference Executive is committed to open and transparent process with respect to these amendments and it is important you are informed going forward. These videos will also discuss the importance of good governance and compliance within our network.
- A series of ZOOM meetings to connect with staff and a Conference Executive Member as we respond to any questions you may have around these proposed changes. These will occur via our Mission and Ministry Agency and ensure you have time to discuss and raise questions We will alert you early August as to the timing of these meetings.
- A feedback email: (please use Admin@freshhope.org.au) where we will respond to your questions in a timely **manner**.
- Further information on our normal social media channels which will include snippets of the videos for your information.

These changes are important for Fresh Hope to collectively govern the agencies we operate and oversee with rigour and intent. We seek your endorsement of these changes as we continue to improve the governance environment for Fresh Hope going forward.

Yours sincerely

Dr. Andrew Ball
Executive Ministry Director
On Behalf of Conference Executive.



EXPLANATORY DOCUMENTATION
- CONSTITUTIONAL CHANGES

1st August 2020

Proposed by Conference Executive for
a Special Meeting of Conference
24th September 2020

Churches of Christ in NSW
ABN 73 068 989 953

Introduction:

Churches of Christ in NSW is legally governed by a Constitution and an Act of Parliament. The purpose of this document is to explain important proposed changes to the Constitution.

The Constitution is available for download from the Fresh Hope Website (see: <https://freshhope.org.au/about/governance-documents/>) or email our office for a PDF version office@freshhope.org.au.

This Constitution was last amended in 2017. Conference Executive has proposed some important amendments to the document consistent with society and community expectations, as well as regulatory governance requirements in our current environment.

This explanatory document explains the rationale for the proposed amendments to the Constitution. These explanations appear in the order in which they will occur in the Constitution.

This document should be read in conjunction with the Notice of Resolutions Document.¹

Resolution 1: Replacement of Clause 1 in the Constitution – Name, Mission, Objectives, Core Beliefs and Values.

Rationale for Resolution:

These changes sharpen the objectives of Conference to reflect the range of activities and operations undertaken by Conference.

This resolution achieves the following:

- We embrace the Australian Capital Territory into our name and family of churches.
- We affirm and define the current Mission of Conference, which has been operational for a decade; that is: ‘transforming communities and lives with fresh hope’.
- We change the Objectives of the Movement to clearly define our scope of ministry activity and engagement.
- We include Core Beliefs and Values to bring clarity and focus to our Conference Ministries.

Implications:

- Given the distributed nature of our Movement, where we collaborate in a framework of interdependence, these changes reflect both the current and future operations of Conference and its ministries. There is no impact on local churches and their ability to do mission.

¹ Delegates should have been emailed copies of this document. Please email office@freshhope.org.au if you need additional copies or see our website under Governance Documents.

Resolution 2: Amendment to Clause 10(d)(viii) – Additional New Responsibilities for Conference Executive.

Rationale for Resolution:

This amendment proposes important accountability changes for local churches, leaders and ministering persons in the protection of children, the priority of safe churches and the professional practice and ethics of ministering persons.

This resolution achieves the following:

- We extend the responsibilities of Conference Executive to encourage the safe practice of church life and child protection. These reflect important expectations from the Royal Commission into Institutional Responses to Child Abuse.
- We affirm and celebrate the important servant role that ministering persons have in our Movement by continuing to sharpen our Endorsement for Ministry frameworks including ongoing professional development.
- We ratify the importance of our Professional Standards Unit and Code of Conduct in dealing with misconduct within our Movement.

Implications:

- Heightened onus of responsibility on Conference Executive and Senior Ministry Staff to ensure that these policies and procedures are current.
- Increased transparency towards both church and community

Resolution 3: Changes to Clause 21(b) – Insertion of new Sub-section (v)

Rationale for Resolution:

Fresh Hope oversees substantial ministries within our Conference; each vital that employ many people with significant governance obligations as strategic sectors requiring certain capabilities and substantive risks in terms of their compliance obligations.

This additional sub-clause makes provision for Conference Executive to consider not-for-profit director's fees for these ministries.

This resolution achieves the following:

- It creates provision to appropriately remunerate qualified professionals to serve in these ministries in a governance capacity.
- It allows for the option of paid qualified directors where warranted, while still retaining compliance with Charities Legislation and expectations from the Australian Not-For-Profit Charities Commission.

Implications:

- Important changes to operational budgets for these ministries to make provision to remunerate board appointments.

Resolution 4: Replacement of Clause 27 - Operational Delegation to Conference Executive to Oversee Audit Process.

Rationale for Resolution:

This change is in alignment with Australian Charities and Not-for-profits Commission (ACNC) Governance Standards. This change delegates responsibility to Conference Executive to ensure that all ministries and agencies within Conference are appropriately audited in a timely fashion.

This resolution achieves the following:

- We operationalise and delegate audit appointment, process, terms, accountability and reporting to Conference Executive rather than at the AGM of Conference Convened.
- We delegate responsibility to Conference Executive to ensure all Appointing Bodies are audited annually and executive summary reports presented to Annual Conference.

Implications:

- Churches will no longer ratify appointment of auditors. This responsibility will be shifted to Conference Executive.

Resolution 5: Replacement of Clause 29 – Updated Qualifying Conditions for Conference Executive

Rationale for Resolution:

This change brings further clarity for our peak board in alignment with ACNC and community governance standards. It increases the onus on members of Conference Executive to ensure they are suitable for service at a senior level.

This change also precludes any staff from serving on Conference Executive. It reflects a critical governance boundary and ensures that management cannot unduly influence the independence of Conference Executive.

This resolution achieves the following:

- We increase the range and number of Qualifying Conditions for the peak oversight Board.
- We affirm engagement with local church leaders to endorse and affirm suitable candidates for Conference Executive.
- We expect alignment with the Objectives of Conference.

- We ensure that employees of Conference and its ministries cannot serve on Conference Executive with the exception of the Executive Ministry Director (key senior spiritual leader as defined in the Constitution).
- We define broader expectations for candidates around mental health, child protection and adherence to the ACNC Governance Standards.

Implications:

- Churches cannot simply nominate people for Conference Executive without due reference to these new 'Qualifying Conditions.'
- Conference Executive members will need to aware of and comply with ACNC Governance Standards. This will include undertaking governance training as necessary to meet these standards and fulfil their role.

Resolution 6: Replacement of Definition of 'Qualifying Conditions'.

Rationale for Resolution:

This resolution is only necessary in the event that Resolution No. 1 does not pass.

CHURCHES OF CHRIST IN NEW SOUTH WALES

ABN 73 068 989 953

NOTICE OF RESOLUTIONS TO BE SUBMITTED TO A MEETING OF CONFERENCE CONVENED on the 24th day of September 2020 at 7:30pm with respect to the amendment of the Constitution of Churches of Christ in New South Wales ("Constitution")

In this Notice the following words and expressions have the meanings as defined in the Constitution of which are as follows:

Words and Expressions	Defined Meaning
Conference Convened	means any meeting of delegates of the Conference Churches duly called together in accordance with this Constitution and includes any Annual Conference
Conference Church	means a Church of Christ affiliated under this Constitution
Delegate	means a person appointed by a Conference Church to represent that Conference Church in meetings of Conference Convened

In the resolutions set out in the Notice, words and expressions used in the resolutions which are defined in the Constitution have the meanings as defined in the Constitution.

Notice is given that resolutions of the Delegates of the Conference Convened in the following terms shall be put to the meeting:

RESOLUTION 1:

'That:

- (a) clause 1 of the Constitution **be replaced with:**

"1. INTRODUCTION

This Constitution contains the basis for, and the legal framework establishing and constituting, the association of churches which by their affiliation under this Constitution is known as "Churches of Christ in New South Wales". Churches of Christ in New South Wales and this Constitution are each recognized in the Churches of *Christ in New South Wales Incorporation Act 1947*. In this Constitution the association of churches affiliated under the Constitution is also referred to as the "Movement".

NAME

The Movement is made up of churches affiliated under this Constitution and is commonly known as "*Churches of Christ in New South Wales*" or "*Churches of Christ in New South Wales and Australian Capital Territory*".

MISSION

Transforming Communities and Lives with *Fresh Hope*.

OBJECTIVES

The objectives of the Movement ("**Objectives**") include:

- Enabling churches to participate in the Movement by affiliating under this Constitution;
- Establishing agencies to achieve the Movement's mission;

- Educating, spiritually forming, training, equipping and endorsing persons to engage in ministry in the Movement;
- Promoting collaborative ministries, projects and spiritual unity;
- Resourcing and establishing pioneering opportunities for new *fresh hope* initiatives;
- Providing care, housing, support and justice, particularly for those who are suffering, disadvantaged, marginalised, poor or weak;
- Serving the frail and aged through provision of residential aged care facilities, retirement and independent living and home care;
- Establishing and operating venues as Christian communities;
- Encouraging and promoting safe churches, child protection and appropriate standards for ministering persons engaged in ministry
- Upholding the Core Beliefs and Values of the Movement; and
- Implementing strategies for urban, regional and global mission.

CORE BELIEFS AND VALUES

The beliefs and values ("**Core Beliefs and Values**") govern the pursuit of the Objectives and the strategy and actions of those responsible for leading and guiding the Movement.

The Core Beliefs and Values:

- (a) The Trinity: Father, Son and Holy Spirit.

Belief in one God,
 the Father, the Almighty Lord,
 maker of heaven and earth,
 of all that is seen and unseen.

Belief in one Lord, Jesus Christ,

the only Son of God, the second person of the Trinity.

Belief in the Holy Spirit, the Lord, the Counsellor, the giver of life, giver of spiritual gifts and encourager of spiritual fruit, the third person of the Trinity.

(b) Jesus and the Gospel

We recognise the Lordship of Jesus Christ and the imperative to share the good news of God's love, salvation and hope to a hurting world in order to make disciples of Jesus. In faith we respond to Jesus and offer our lives for His cause and service.

(c) Kingdom of God Worldview

We affirm that Jesus came to extend God's reign and rule expressed as His Kingdom for the transformation of the world. We are called to prayerfully live by submitting to the sovereignty of God and seeking to extend His Kingdom.

(d) The Scriptures

We believe the Word of God is central to a life of love, fulfilment, identity and mission. We uphold the truth of Scripture as central to the well-being of followers of Christ and the healthy functionality of churches.

(e) Spiritual Leadership and the Expression of Spiritual gifts and Fruitfulness

We assert that leadership is necessary to bring *fresh hope* through the transformation of communities and lives. We believe God through His Holy Spirit empowers people as spiritual leaders to be fruitful and effective in life, in the church and in mission.

We acknowledge that God gives gifts to the church to equip followers of Jesus to participate in mission.

(f) Partnership, Diversity and Interdependence

We encourage partnership, diversity and interdependence in our relationships and structures, to ensure a commonality of purpose through mutual ministry and collegiate love. We nurture our relationships to encourage participation and engagement.

(g) Discipleship and Health

We value the biblical principles of servant-hood as foundational to healthy discipleship and positive engagement. We encourage discipleship training for healthy lives, churches and mission.

(h) Contextual Mission – Urban, Regional and Global

We affirm the *great commission* to be expressed in urban, regional and global contexts. We embrace the challenges of mission in an increasing secular society.

(i) Care, Justice and Love

We acknowledge our responsibility to offer care, justice and love to those who are suffering, disadvantaged, marginalized, poor or weak. We affirm our Christian witness and faithfulness is expressed through the proclamation of the gospel and acts of kindness and compassion.

(j) Movement Dynamics, Innovation and Transformation

We value innovation and transformation as key dynamics in enabling the Movement being relevant and engaged with contemporary society. We celebrate new expressions of church and mission and embrace transformation.

(k) Accountability and Stewardship

We are committed to be transparent and accountable in the appropriate management of our resources including finances,

facilities, staff and the environment. We will endeavour to steward God's creation with care and generosity."

- (b) the expressions "Objective of Conference" and "objective of Conference" be **replaced** throughout the Constitution, except in clause 29, with "Objectives"; and
- (c) in clause 29 of the Constitution, the definition of: "Objective of Conference" be **replaced** with: ' "Objectives" has the meaning set out in clause 1(a) of this Constitution'.'

RESOLUTION 2:

'That clause 10(d)(viii) of the Constitution which sets out one of the **"Responsibilities of Conference Executive"** be **amended** by inserting the following text at the end of subclause (viii) before the semi-colon:

"including policies and procedures for:

- (A) safe churches and child protection;
- (B) the endorsement of ministering persons;
- (C) the establishment of, and the oversight of, a professional standards unit; and
- (D) a code of conduct for ministering persons,

the responsibility for which may be delegated to such Ministry Teams and/or other persons as Conference Executive determines from time to time".'

RESOLUTION 3:

'That clause 21(b) of the Constitution which prohibits the remuneration of any member of any Specified Ministry Team be amended by:

- (a) removing "and", at the end of clause 21(b)(ii);
- (b) removing the full stop at the end of clause 21(b)(iii) and substituting that full stop with "; and"; and
- (c) adding a clause 21(b)(iv) as follows:

"as may be approved, from time to time, by resolutions of Conference Executive".'

RESOLUTION 4:

'That clause 27 **be replaced with:**

"AUDITORS

In this clause 27 "**Appointing Bodies**" means Churches of Christ New South Wales, Conference Executive and such of the Conference Ministries, Ministry Teams, Australian College of Ministries and the Trust as Conference Executive determines from time to time.

In order to facilitate the audits set out in **subclause (b)**:

- (a) Conference Executive must ensure auditors are at all relevant times engaged by such of the Appointing Bodies as Conference Executive determines from time to time;
- (b) the Appointing Bodies must, in accordance with resolutions of Conference Executive, from time to time, as and when Conference Executive determines, appoint auditors nominated by Conference Executive provided that no auditor shall be appointed for a term of more than three (3) years. Nothing will

prevent auditors being appointed on multiple or successive occasions;

- (c) the Appointing Bodies must, as and when Conference Executive determines, terminate the engagement of an auditor and appoint an auditor to fill any such vacancy; and
- (d) Conference Executive must cause audits to be undertaken annually in respect of the accounts of each of the Appointing Bodies and any other entity, Conference Executive from time to time determines for each financial year ending immediately prior to each Annual Conference and for an executive summary of each auditor's report to be presented to each Annual Conference." '

RESOLUTION 5:

'That subject to Resolution 1 being passed that the existing definition of "Qualifying Conditions", in clause 29 of the Constitution **be replaced with:**

"Qualifying Conditions" means that a person:

- (a) must be a member, in good standing, with a Conference Church;
- (b) must be of Christian faith and character;
- (c) must not be an employee of Conference, any Ministry Team, the Australian College of Ministries or any entity established by Conference or Conference Executive, whether incorporated or unincorporated, to further the objects and purposes of Conference;
- (d) must be endorsed as a candidate for election by two members of a Conference Church who hold senior leadership positions with that Conference Church;

- (e) must consent in writing to being a candidate for election to the relevant office;
- (f) must sign a statement that they will support the Objectives;
- (g) must not be a person who is of unsound mind or a person whose estate is liable to be dealt with in any way under the law relating to mental health;
- (h) must be a person with a current "**working with children check**" and/or such other similar form of endorsement determined by Conference Executive;
- (i) must, as a condition of nomination, undertake that he or she must subscribe to Governance Standard 5 of the Australian Charities and Not-for-Profits Commission; and
- (j) must undertake to sign and deliver to the Conference President from time to time a declaration that he or she is not disqualified under Governance Standard 4 of the Australian Charities and Not-for-Profits Commissioner." '

RESOLUTION 6:

[This resolution will only be put if Resolution 1 is not passed]¹

'That the existing definition of "Qualifying Conditions" **be replaced with:**

' "**Qualifying Conditions**" means that a person:

- (a) must be a member, in good standing, with a Conference Church;

¹ If clause 1 is amended by the passing of Resolution 1 the expression "Objective of Conference" will cease to be used in the Constitution. It will be replaced by the word "Objectives" [see the new clause proposed as clause 1 and subclauses (b) and (c) of Resolution 1.] In turn the proposed definition of "Qualifying Conditions" contains [in subclause (f)] "Objective of Conference" (sic) in anticipation of Resolution 1 being passed. If Resolution 1 is not passed the expression "Objectives" as used in subclause (f) of the new definition of Qualifying Conditions will not appear in, and the expression "Objective of Conference" will remain in, the Constitution, hence the need, in the circumstances, for the new definition of Qualifying Conditions, the subject of Resolution 6, to include "must sign a statement that they will support the Objective of Conference (sic)", if Resolution 1 is not passed.

- (b) must be of Christian faith and character;
- (c) must not be an employee of Conference, any Ministry Team, the Australian College of Ministries or any entity established by Conference or Conference Executive, whether incorporated or unincorporated, to further the objects and purposes of Conference;
- (d) must be endorsed as a candidate for election by two members of a Conference Church who hold senior leadership positions with that Conference Church;
- (e) must consent in writing to being a candidate for election to the relevant office;
- (f) must sign a statement that they will support the Objective of Conference;
- (g) must not be a person who is of unsound mind or a person whose estate is liable to be dealt with in any way under the law relating to mental health;
- (h) must be a person with a current "**working with children check**" and/or such other similar form of endorsement determined by Conference Executive;
- (i) must, as a condition of nomination, undertake that he or she must subscribe to Governance Standard 5 of the Australian Charities and Not-for-Profits Commission; and
- (j) must undertake to sign and deliver to the Conference President from time to time a declaration that he or she is not disqualified under Governance Standard 4 of the Australian Charities and Not-for-Profits Commissioner.' '

CHURCHES OF CHRIST IN NEW SOUTH WALES

ABN 73 068 989 953

NOTICE OF RESOLUTION TO BE SUBMITTED TO A MEETING OF CONFERENCE CONVENED on the 24th day of September 2020 at 7:30pm with respect to the adoption of the Annual Reports 2018/19

Notice is given that resolutions of the Delegates of the Conference Convened in the following terms shall be put to the meeting:

RESOLUTION 7:

That the annual reports for the 2018/19 financial year as circulated and published¹ be adopted.

Signed by the proposer:



Raewyn Williams
Conference President

28th July 2020

Date

¹ Delegates can request a PDF version of the reports or access the reports live at:
<https://freshhope.org.au/about/annual-reports/>