

# THE OLD APOSTOLIC CHURCH

(Summary of Constitutional Provisions relevant to the governance of THE CHURCH)

This document contains a summary of elements of the Constitution of THE CHURCH that have been grouped and summarised for easy reference. It contains brief summaries of the following: Objects, Membership, Congregations, Finance Committees, Funding Principles, Central and Congregational Funds, Auditing Provisions, Pecuniary Interests (including remuneration policies and practices), Church Property, Delegation of Powers and Dissolution

## OBJECTS

The objects of THE CHURCH are:

To promote the gospel of Jesus Christ in the doctrine of THE CHURCH.

To establish congregations for the promotion of the said doctrine of THE CHURCH.

To establish Sunday schools, choirs and other functions, having for their objects the instruction and training of the adherents in the said doctrine of THE CHURCH.

In pursuance of its objects THE CHURCH may:

Establish and conduct welfare services, old age homes, schools, crèches and other similar institutions for the benefit of its members.

Make donations to institutions that operate in the country of registration or in another country on condition that the receiving institution has similar objectives and a similar tax exempt status as the donating institution.

THE CHURCH has the power regarding its objects and activities to:

Purchase, sell, dispose of, lease, hire or in any other manner acquire movable and immovable property and to mortgage, hypothecate or otherwise alienate the same in such manner as may be requisite or necessary.

Construct, demolish, renovate and alter buildings for the purposes of THE CHURCH.

Invest and deal with funds of THE CHURCH upon such securities and in such manner as may be determined from time to time; to borrow money on such terms as may be deemed expedient; to subscribe for preference shares, building society shares, debentures and government or municipal stock; and to undertake and execute trusts.

Guarantee the fulfilment of any obligations and to secure such guarantees by mortgage or pledge of THE CHURCH's assets; and to secure, by way of suretyship, the performance of any contract.

Grant options over, improve, develop, exchange, lease or otherwise deal with any of the assets of THE CHURCH.

Employ such staff as may be necessary, to determine their conditions of service and to remunerate and grant them pensions.

Do all such things and to acquire all such other rights and privileges as may be necessary for, conducive to or consonant with the attainment of the above objects.

The activities of THE CHURCH shall be carried on in a non-profit manner and with altruistic and philanthropic intent. No activity of THE CHURCH shall directly or indirectly promote the economic self-interest of any fiduciary or employee of THE CHURCH otherwise than by way of reasonable and market related remuneration that shall not be excessive for the duties that are performed.

No funds shall be distributed to any person other than in the course of undertaking an activity of THE CHURCH. In the event a change is made to the Constitution that may have an effect on the "tax exempt" status of THE CHURCH, a copy of the amended Constitution will be submitted to all the relevant governmental authorities where THE CHURCH has "tax exempt" status.

THE CHURCH shall at all levels operate within a strong governance framework that is aimed at compliance with its Constitution and the laws of the country where it operates as well as sound, effective and efficient administration. It espouses the principles of good corporate governance through sound business practices, business processes, reporting and combined monitoring and assurance mechanisms.

## **MEMBERSHIP**

Any person without regard to nationality, race or colour, may become a member of THE CHURCH. Membership is the privilege of those who have been taken up/baptised and who have been sealed by the Apostle.

Membership does not entail the payment of a fee or subscription. In the event of any member losing his or her right of membership, whether by resignation, expulsion or otherwise, he or she shall have no claim of any kind whatsoever against THE CHURCH or any of its members or officers whether in respect of its property or in respect of monies contributed or donated by him or her during the period of his or her membership, or any other claim whatsoever.

## CONGREGATIONS

Members of THE CHURCH serve in congregations that have been established in the countries where THE CHURCH is present, with due regard to the location, composition, language and culture of the local populace, the size and needs of the local following and the prevailing laws of the country in which the congregation is situated.

## FINANCE COMMITTEES

The temporal affairs of THE CHURCH in a country or district where there are more than one districts in the country is managed through a finance committee as provided for in the Constitution of THE CHURCH.

The Apostle: Head Office Administration shall appoint a District Secretary, who shall also be the Secretary of the Finance Committee as well as other officials such as an Accountant, Treasurer and Manager of Works (depending on the needs of THE CHURCH in a specific geography). In cases where the positions of the officials are coupled to any form of remuneration, these officials may not be members of the Finance Committee.

The DFC shall execute the tasks allotted to it and conduct its meetings and affairs as laid down by the constitution, regulations approved in terms of the constitution, relevant resolutions of the Conference of Apostles, Apostolate resolutions and the instructions of the Apostle: Head Office Administration of the District and with due regard to the Founding Documents of THE CHURCH in any specific geography.

At least three persons who serve on the finance committees contemplated above, as well as the Apostle: Head Office Administration shall not be connected persons.

## FUNDS

The funds of THE CHURCH shall only be used for the objects for which THE CHURCH was established and will be collected by means of tithes, contributions and donations that are made on a voluntary basis and no monetary charge shall be levied or accepted for any blessing or service such as baptism, Holy Communion, wedding, burial and the like. No funds shall be accepted that are conditional or revocable at the instance of the giver.

Each Province, District and Region, as well as each independent country included in a Province or District or Region, shall be financially autonomous but shall manage its funds within the policy approved by the responsible Apostolate and remain subject to the rules, regulations and resolutions of that Apostolate.

The Apostolate of each Province shall approve and enforce regulations and rules setting out financial policy to ensure sound management and control of the funds of THE CHURCH in such Province, its Districts and Regions, as it deems necessary.

## **CENTRAL FUNDS: DISTRICTS, PROVINCES AND REGIONS**

The Finance Committee shall establish and control a central fund for the District which shall be used for defraying expenses involved in the work of the DFC and the work in general of THE CHURCH in the District. The fund shall consist of the tithes received by the District Secretary (or District Accountant/Treasurer where applicable) from the congregations within the District as well as any other sources of income approved by the Apostolate.

A separate central fund shall be established in respect of every independent country.

The DFC shall open and operate, in respect of the Central Fund for each country under its jurisdiction, a banking account with bankers in the name of THE CHURCH.

## **CONGREGATIONAL FUNDS**

The temporal matters of every congregation shall be conducted and controlled by a Chairman, and wherever possible a Vice-Chairman, a Treasurer, a Secretary and at least two (2) Internal Auditors who shall be appointed from the members of the congregation.

Apostolates shall approve and enforce regulations setting out the duties and responsibilities of the officials referred to in the previous paragraph and the Apostle: Head Office Administration shall issue such additional instructions and institute such measures as are dictated by local circumstances to ensure that these regulations are complied with.

A meeting open to all members of a congregation shall be held once every month for the purpose of discussing the temporal affairs of the congregation and proper minutes of such meetings shall be kept by the Secretary of the congregation.

## **AUDITORS**

All accounts shall be audited by internal and external Auditors appointed by the Apostle: Head Office Administration.

## PECUNIARY INTEREST

No officer, member or employee of THE CHURCH shall receive any pecuniary profit or gain from THE CHURCH, or any commission, grant, rebate or other kind of personal benefit from any bank, insurer, contractor, supplier or any other institution relating to the business of THE CHURCH, save for:

- the remuneration, emoluments and fringe benefits payable by THE CHURCH to its employees as approved by the responsible Apostolate and/or the Provincial/District/Regional Finance or appointed Personnel Committee;
- the reimbursement for approved expenses properly incurred by an officer, member or employee concerning the affairs of THE CHURCH, in accordance with the policy, regulations and rules of the Apostolate and the further directives of the Provincial/District/Regional Finance Committee; and
- the usual professional, business or trade charges and other payments for services rendered in terms of a legitimate contract with THE CHURCH as approved of by the Provincial/District/Regional Finance Committee.

An officer, member or employee shall not be present at, take part in or vote on any matter before the Conference of Apostles, the Apostolate, the Provincial/District/Regional Finance Committee or any other appointed committee of THE CHURCH, in which he, his spouse or his child has any direct or indirect pecuniary interest, provided that this clause shall not be so construed as to prohibit such a person from being present at, taking part in and voting on any matter before the said bodies where the pecuniary interest of such person, his spouse or child --

- is common to that of the other members of THE CHURCH; and
- has been disclosed by such member beforehand and the Conference of Apostles, Apostolate or Provincial/District/Regional Finance Committee, as the case may be, has resolved that the interest is so small or remote that a conflict of interests is improbable, provided that the person concerned shall not be present during discussion of and voting on the proposal so to resolve.

## PROPERTY

All property, whether movable or immovable, shall vest in, and in the case of immovable property be registered in the name of THE CHURCH.

Where it is prescribed by the laws of a country that property shall be registered in the name of the Trustees for the time being of an unincorporated body, such property shall be registered in the name of the Chairman and the Secretary of the Apostolate responsible for THE CHURCH in such country, for the time being, provided that they may delegate such power and authority to any person/s to execute any such documents on their behalf.

All contracts, deeds, bonds, powers and other instruments requiring to be executed in connection with any transaction relating to the property of THE CHURCH, shall be signed by the Apostle: Head Office Administration of the District (or Province or Region as the case may be) and the District Secretary (or Provincial or Regional Secretary as the case may be) and where necessary such other officer/s of the District/Province/Region in which the property is located.

## **DELEGATION OF POWERS**

The Conference of Apostles and an Apostolate may delegate any power conferred upon it by or under the constitution to an Apostle or Apostles of THE CHURCH.

The Apostle: Head Office Administration of a District (or Province or Region where applicable) may delegate any power conferred upon him by or under the constitution to an officer/s of THE CHURCH.

The District Finance Committee (or Provincial or Regional Finance Committee where applicable) may delegate any power conferred upon it by or under the constitution to a sub-committee or officer/s of THE CHURCH, subject to the approval of the Apostle: Head Office Administration of the District/ Province/ Region.

## **DISSOLUTION**

Upon dissolution or winding-up of THE CHURCH in any country where it is established, all its assets in such country remaining after the settling of all its debts and liabilities, shall per resolution of the Conference of Apostles be distributed to a non-profit entity that is organised and operated exclusively for religious or similar purposes in such country, and has established an equivalent tax-exemption status in terms of the laws of such country.