

# Constitution

Approved: November 22, 2016



## PREAMBLE

"Missions Interlink (NZ) is an incorporated society under the Charitable Trusts Act 1957, formerly called "New Zealand Evangelical Missionary Alliance" and briefly "Mission Internet (NZ)".

Missions Interlink (NZ) is a New Zealand community of mission agencies, training organisations, churches, church missions committees, and other like-minded groups and individuals, committed to taking the Christian Gospel to all peoples.

## 1. NAME

1.1 The name of the society is: MISSIONS INTERLINK (NZ) (hereafter called Missions Interlink).

## 2. DEFINITIONS

2.1 *Member* means either a Corporate Member or Personal Member;

2.2 *Corporate Member:*

- (a) Mission agencies
- (b) Aid Agencies
- (c) Advocacy & Funding Agencies
- (d) Training agencies
- (e) New Zealand Focus Agencies
- (f) Personnel Care Givers
- (g) Mobilising Organisations
- (h) Churches or Church Missions Committees
- (i) Like-minded groups with a heart for Christian missions who shall designate from time to time representatives and alternates to vote or serve in Missions Interlink affairs.

2.3 *Personal Member:* any individual or couple not otherwise represented by a Corporate Member.

2.4 *Corporate Representative:* the person nominated by a Corporate Member to represent the same with full authority on the Missions Interlink Council as a Councillor or otherwise contributing to the activities of the Missions Interlink community.

2.5 *Councillor:* the person nominated by a Corporate Member to represent the same on the Missions Interlink Council.

### **3. OBJECTS**

The purposes for which the society shall operate in New Zealand are as follows:

- 3.1 To promote the cause of mission by, but not limited to:
  - 3.1.1 Networking, and facilitating the work of mission agencies and training organisations.
  - 3.1.2 Helping churches and church missions committees to formulate and implement their own expression of mission.
  - 3.1.3 Encouraging individuals to follow a progressive path towards personal participation in mission.
  - 3.1.4 Facilitating the personal and professional development of individuals involved in mission.
- 3.2 To promote the work of mission and training agencies by, but not limited to:
  - 3.2.1 Facilitating fellowship, networking and partnership, through a range of fellowship events, forum occasions, and equipping programmes.
  - 3.2.2 Encouraging united endeavours in areas of mutual interest, sharing of resources, and missiological research.
- 3.3 To help equip churches and church missions committees by, but not limited to:
  - 3.3.1 Offering assistance in the formulation of their philosophy and policies for mission.
  - 3.3.2 Providing resources such as seminars, literature and other aids to help implement appropriate strategies for mission.
- 3.4 To help motivate, educate and challenge individuals towards participation in mission by, but not limited to:
  - 3.4.1 Promoting missions meetings, conferences, seminars and rallies to raise awareness, provide information, and encourage interest, prayer and support of missions.
  - 3.4.2 Promoting training programmes, cross-cultural exposure opportunities, and other appropriate apprenticeship experiences for potential missionary candidates.

- 3.5 To act on behalf of Members as appropriate, in matters that affect the rights, obligations and functions of those involved or wishing to be involved in cross cultural mission individually or corporately.
- 3.6 To maintain and strengthen liaison with organisations and churches that do not hold membership with Missions Interlink.

The objects set out in each paragraph above shall not be in any way restricted by reference to the terms of any other paragraph or from the name of the society and none of the said paragraphs or the objects herein specified shall be deemed subsidiary or ancillary to any other object; and the society through its Council shall be fully empowered to carry out any one or more of such objects independently of any other such objects.

#### **4. POWERS OF COUNCIL AND ACTIVITIES OF SOCIETY**

- 4.1 The Council shall promote the objects of the Society and shall act on the Society's behalf and in particular and in addition to all other powers herein contained and conferred by law, the Council shall have the following powers and authorities in so promoting and giving effect to the said objects:
  - 4.1.1 To purchase, take on lease or in exchange, hire or otherwise acquire lands, buildings and any real or personal estate or other property or any interest in the same.
  - 4.1.2 To improve, manage, work, develop and maintain, or sell, lease, let, underlet, exchange, surrender, borrow money on mortgage, charge, dispose of, or otherwise deal with and turn to account all or any of the property (real or personal) for the time being of the Society, or in which the Society has an interest, to lend, invest, or deposit money or mortgage on any security, or without security, and to erect, construct, alter and maintain any buildings or chattels, or to trade in any manner whatsoever.
  - 4.1.3 To exercise all the powers conferred on trustees by the Trustee Act 1956 and any amendment or re-enactment thereof.
  - 4.1.4 To accept for the purposes and objects of the Society any gift, legacy or devise of property real or personal either permanently or for any definite or indefinite term, limited by a term of years or by the lifetime or survival of any person whether absolutely or upon conditions agreed upon between the Society and the person making such a gift, legacy or devise but subject always to the same being held for the charitable purposes of the Society and to the power of the Society to refuse such gift, legacy or devise.
  - 4.1.5 To act as agents for any person, body, society, body corporate, company or undertaking.
  - 4.1.6 The income of the Council however derived shall be applied solely in promoting the objects of the Society. No portion shall be paid or transferred

directly or indirectly to Members or the Council, provided that nothing shall prevent the payment in good faith of reasonable remuneration to employees, officers, agents, contractors, or other persons of the Council, in return for services rendered to the Council.

**NOTWITHSTANDING** anything contained or implied in this constitution, any person who is:

- (a) A Member; or
- (c) A shareholder or director of any company carrying on any business of the Society; or
- (d) A settlor or trustee of any trust which is a shareholder of any company carrying on any business of the Society;
- (e) An associated person (as defined by the Income Tax Act 2007) or any such settlor, trustee, shareholder or director shall not by virtue of that capacity in any way (whether directly or indirectly) determine, or materially influence in any way the determination of the nature or the amount of any benefit or advantage or income or the circumstances in which it is or is to be received, gained, achieved, afforded or derived by that person.

## 5 CATEGORIES OF PARTICIPATION

### 5.1 MEMBERSHIP

5.1.1 Members of Missions Interlink join as either Corporate or Personal Members.

5.1.2 Membership, whether Corporate or Personal, is awarded by successful application to Missions Interlink, agreement with the Missions Interlink Statement of Faith, and the payment of an annual subscription fee.

### 5.2 RESPONSIBILITIES

5.2.1 All Members shall pay the annual subscription fee, which shall be set by the Council from time to time.

5.2.2 Members shall, in addition to the requirement of 5.2.1;

5.2.2.1 agree to be bound by the constitution

5.2.2.2 accept the Statement of Faith as appended.

### 5.3 RIGHTS AND BENEFITS

5.3.1 All Members shall receive Missions Interlink periodicals.

5.3.2 All Members will have access to relevant advice and resources.

5.3.3 Minutes, or a redacted version of the Minutes to protect confidentiality and/or privacy, will be available to all Members.

- 5.3.4 Each Member will have one ("1") vote at each General Meeting. Corporate Member votes shall be cast by the nominated Corporate Representative.
- 5.3.5 Benefits obtained through collective purchasing or agency arrangements shall be available to Members, their bonafide employees, volunteers and missionaries.
- 5.3.6 The interest of a Member in the Society and in the Administration thereof is personal and any person retiring, resigning or otherwise ceasing to be a Member or the personal representative of a deceased Member or the creditors or trustees for creditors of a Member becoming bankrupt or insolvent or the attorney or manager of an incapacitated Member shall have no interest in the affairs of the Society or any say or vote in the administration thereof.

#### 5.4 TERMINATION

- 5.4.1 Membership will cease on the resignation of any Member or on the non-payment of the membership fee.
- 5.4.1 Membership will also cease if a Member dies, is adjudicated bankrupt, is wound up, becomes the subject of an order under the Protection of Personal and Property Rights Act 1988 or an order under the Mental Health (Compulsory Assessment and Treatment) Act 1992.

#### 5.5 EXPULSION

- 5.5.1 Any person may make a complaint to the Council that the conduct of a Member is or has been injurious to the character of Missions Interlink. Every such complaint shall be in writing and addressed to the Secretary.
- 5.5.2 If the Council considers that there is sufficient substance in the complaint, it may invite the Member to attend a meeting of the Council and to offer a written or oral explanation of the Member's conduct.
- 5.5.3 The Council shall give the Member at least fourteen (14) days written notice of the meeting. The notice shall:
  - (a) sufficiently inform the Member of the complaint so that the Member can offer an explanation of the Member's conduct; and
  - (b) inform the Member that, if the Council is not satisfied with the Member's explanation, the Executive Team may expel the Member from Membership.
- 5.5.4 If in the meeting the Council decides, by a 75% majority, to expel the Member from Membership, the Member shall cease to be a Member with immediate effect and will be notified such.

## 6 STRUCTURE

### 6.1 GENERAL MEETINGS

6.1.1. An Annual General Meeting shall be held once in each financial year but no later than 18 months after the previous Annual General Meeting.

The business of the meeting shall include:

6.1.1.1 Approval of Minutes of prior AGM and any Special General Meeting held in the period.

6.1.1.2 Presentation of an annual report.

6.1.1.3 Presentation of the annual statement of accounts as audited or reviewed independently.

6.1.1.4 An election to fill any vacancies on Council.

6.1.1.5 Appointment of an auditor or an independent reviewer for the ensuing year.

6.1.2 A Special General Meeting of Members may be called at any time by the Council or the Executive Team, and shall be called by the Council upon receipt by the Director of a request for such a meeting by a minimum of twenty Members.

6.1.3 Twenty-eight days' notice of any General Meeting shall be given by post, or electronic mail and shall be deemed to have been received three days after it was sent to the Member's last recorded address. The accidental omission to give notice to any Member shall not invalidate business conducted at such a meeting. Notice of meetings shall include advice of significant agenda items.

6.1.4 The quorum for any General Meeting shall be, fifteen Members: at least nine shall be Corporate Members.

6.1.5 Members may appoint proxies to act on their behalf at any General Meeting, in the event that they or their Corporate Representative is unable to attend such meeting. No proxy vote shall be allowed unless a signed proxy shall have been tabled prior to the commencement of the meeting.

### 6.2 COUNCIL

6.2.1 The Council shall consist of not fewer than 12 elected Members, nor more than 20, at least two thirds of whom shall represent Corporate Members. All Members serving on the Council will be in agreement with the Statement of Faith.

Appointments are for three year, renewable terms, with one third being retired/elected each year.

- 6.2.2 The Council will be represented as widely as possible in regard to geographical location and gender. Preferably two Councillors shall be from the South Island.
- 6.2.3 The Director shall be an ex officio Council member.
- 6.2.4 The Council shall meet twice per year, or more frequently as considered necessary. The Council shall meet as soon as possible after the A.G.M., to appoint Officers from its number; a Chairperson, Deputy Chairperson, Secretary, Treasurer.
- 6.2.5 The quorum for Council meetings shall be eight Members at least two thirds of whom shall be Corporate Members.
- 6.2.6 The Council's responsibility will be to formulate policy, and in general terms to oversee and facilitate the purposes and functions of Missions Interlink.
- 6.2.7 The Council may from time to time appoint a recording secretary who need not be a Councillor.

### 6.3 EXECUTIVE TEAM

- 6.3.1 The Council will appoint an Executive Team which will include the Officers plus other Councillors. It shall consist of four to six persons, at least two thirds of whom shall be Corporate Representatives. The Executive Team shall be appointed by the Council for a one-year term, and be eligible for re-election.
- 6.3.2 The Director shall be an ex officio Executive Team member.
- 6.3.3 The Executive Team shall meet twice per year in between Council meetings, or more frequently as considered necessary.
- 6.3.4 The Council awards the Executive Team authority to represent the Council in all matters according to the will of the Council and the benefit of Missions Interlink and its objectives.
- 6.3.5 In addition, the Executive Team is responsible to oversee the implementation of Council policy and practical ministry of Missions Interlink, as the primary point of accountability and advice to the Director.

## 7 DECISION MAKING AND RECORDING

### 7.1 Decision Process

- 7.1.1 At formally convened meetings of the Council and General Meetings, before a vote can be called for, Corporate Members present or by proxy must comprise at least two thirds of the voters. Thereafter, a simple majority of Members voting, with the Chair able to exercise a casting vote, shall be

sufficient to decide a matter except where guided by specific requirements of this Constitution.

7.1.2 Abstentions will not be counted.

7.1.3 Every question submitted to a meeting shall be decided in the first instance on the voices or show of hands. If demanded by the Chairperson or by at least two Councillors, a secret ballot shall be conducted at such time and in such manner as the Chairperson may direct.

## 7.2 Record of Decisions and Meeting

7.2.1 At each level the Chairperson will ensure that a record of the meeting including decisions made will be kept and circulated as soon as possible to all entitled to be present.

7.2.2 In the case of the Executive Team copies of Minutes will go to all Councillors.

7.2.3 The record of the meeting shall be confirmed at the next meeting of the respective body.

## 8 STAFF

8.1 The Executive Team, acting on behalf of the Council, shall have authority to appoint a full or part-time Director upon such terms and conditions as it sees fit, and to approve the establishment of other staff positions it deems necessary and may authorize payment of remuneration and reimbursement of expenses.

8.2 No Member receiving any remuneration referred to in paragraph 7.1. shall take any part in any deliberations or proceedings relating to the payment or otherwise of that remuneration nor shall that Member in any way determine or materially influence directly or indirectly the nature or amount of that payment or the circumstances in which it is to be paid.

## 9 AMENDMENTS TO CONSTITUTION

9.1 Amendments to the Constitution can be made only at a meeting of Members called after twenty-eight days' prior written notice of the proposed amendments has been given. Corporate Members present or by proxy must comprise at least two thirds of the voters and the resolution shall require the approval of 75% of voters including those voting by proxy.

9.1.1 Any proposed alteration or amendment to the Constitution may itself be altered or amended at a General Meeting without further notice being given provided such further alteration does not fundamentally change the nature or effect of the notified proposal.



9.2 The Society shall not be at liberty to amend its Constitution so as to enable it to apply any part of its property or assets to any purpose which is not charitable according to the law of New Zealand.

## 10 WINDING UP

10.1 Missions Interlink may be wound up by a resolution approved at a constituted General Meeting, provided that:

10.1.1. Corporate Members present or by proxy must comprise at least two thirds of the voters and the resolution shall require the approval of 75% of voters including those voting by proxy.

10.1.2 The decision is confirmed at a subsequent Special General Meeting called for the purpose and held not sooner than twenty-eight days and not later than forty-two days after the original resolution was passed.

10.1.3 Upon such event, the net assets shall go to the advancement of such Christian causes as are consistent with the purposes of Missions Interlink, as the Members by resolution shall determine.

10.1.4 In default of any such resolution or to the extent to which it shall fail to dispose of such property or assets, the property or assets shall be applied for towards such charitable purposes as a Judge of the High Court of New Zealand shall decide.

*This revised and updated Constitution was approved by unanimous vote at the Annual General Meeting of Missions Interlink held on November 22, 2016 at St Margaret's Anglican Church.*

Signed:

	_____ Jay Matenga (Executive Officer)
	_____ Andrew Marriott (Chairperson)
	_____ Phil Richardson (Vice Chairperson)
	_____ Nigel Webb (Treasurer)
	_____ Johannes Balzer (Secretary)
	(Officers of Missions Interlink NZ)

## Appendix One

# Missions Interlink Statement of Faith

Missions Interlink upholds the truths of the historic Christian faith, including the following items of belief:

- There is one true God, infinite and all powerful, eternally existing in three persons, the Father, the Son and the Holy Spirit.
- God is loving and merciful, holy and just and is the Creator and Sustainer of all things.
- God is revealed in the Scriptures of the Old and New Testaments. All Scripture is uniquely inspired by God and is therefore wholly trustworthy and of supreme and final authority in faith and life.
- Jesus Christ is God's only Son and God incarnate. He was conceived by the Holy Spirit, born of the virgin Mary and lived a perfect and sinless human life. He was sent to reveal God, to proclaim the reign of God in the power of the Holy Spirit, and to accomplish God's saving purposes.
- Christ died on the cross for our sins as our representative and substitute. God raised him from the dead through the power of the Spirit and he is exalted at the right hand of the Father, having received all authority in heaven and on earth.
- Human beings are made in the image of God. They are created to love, worship and enjoy fellowship with God and have been entrusted with the stewardship of God's creation.
- Through human disobedience to God, sin and death entered the world. All have sinned and are therefore guilty before God and under God's judgement. Sin separates people from God; it also brings brokenness to human relationships, disrupts the created order and distorts humanity's relationship with creation.
- Salvation is the gift of God's grace through the death of Jesus Christ, and is available to all who repent of their sins and by faith receive him as Saviour and Lord. They are born again by the Holy Spirit, thereby becoming children of God.
- Through the Spirit's indwelling, God's people are enabled to live holy lives and are equipped, in the fellowship of the Church, to witness and work for Christ and to glorify God in the world.
- The Church is the community of all Christian believers, who have been formed by the Holy Spirit into one body of which the Lord Jesus Christ is the Head.
- The Church is commissioned by Christ to bear witness to the gospel to all peoples through word, deed and sign.
- Christ will return in power and glory to consummate God's kingdom. He will gather his people, judge the world in righteousness, and renew creation. Those outside of Christ will be raised to eternal judgment; those who belong to Christ will be raised to enjoy eternal life in God's presence.