



CONSTITUTION OF THE
PROTEA VALLEY FAMILY CHURCH
(A UNITED PRESBYTERIAN-CONGREGATIONAL CHURCH)

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1. DEFINITIONS

1.1. Unless otherwise stated or inconsistent with the context, the following expressions shall bear the meanings assigned to them below and cognate expressions shall bear corresponding meanings:

- 1.1.1. "Congregation" means the Protea Valley Family Church (Presbyterian-Congregational), or in short PVFC;
- 1.1.2. "Congregational Meeting" means a meeting of Members contemplated in paragraph 10, which was convened by due notice of such meeting being a "Congregational Meeting", where both temporal and/or faith matters are discussed and decided upon;
- 1.1.3. "Constitution" means this document and any appendices hereto;
- 1.1.4. "Donation" means a gift or disposition of property (including, but not limited to, monies, funds, securities, gifts, bequests and inheritances), or a service which is given voluntarily and for no payment;
- 1.1.5. "Member" means a natural person who is an "Enrolled Communicant Member" of the Congregation;
- 1.1.6. "NPO" means a non-profit organisation as contemplated in the Nonprofit Organisations Act, No. 71 of 1997;
- 1.1.7. "PBO" means a public benefit organisation as contemplated in the Income Tax Act, No. 58 of 1962;
- 1.1.8. "Regional Courts" means the relevant Regional Council of the UCCSA and the relevant Local Presbytery of the UPCSAs;



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- 1.1.9. "Session" means the body of serving elders of the Congregation, that manages the Congregation in its temporal and faith matters;
- 1.1.10. "UCCSA" means the United Congregational Church of Southern Africa;
- 1.1.11. "UCCSA Manual" means the UCCSA's Manual of Constitutions and the Synod Constitution;
- 1.1.12. "United Denominations" means the UPCSA and the UCCSA, and such other denomination with which they entered into a union;
- 1.1.13. "UPCSA" means the Uniting Presbyterian Church in Southern Africa;
- 1.1.14. "UPCSA Manual" means the Manual of Faith and Order of the UPCSA.

1.2 Interpretation

- 1.2.1 Clause headings are for convenience and shall not be used for purposes of interpretation, unless otherwise stated or inconsistent with the context.
- 1.2.2 Any reference to the singular includes the plural and vice versa.
- 1.2.3 Except as far as it concerns membership of the Congregation, any reference to natural persons includes juristic persons and vice versa.
- 1.2.4 In the event of any inconsistency between the provisions of this Constitution and the UPCSA Manual and UCCSA Manual, this Constitution will prevail. And in the event of any inconsistency between the provisions of the UPCSA Manual and the UCCSA Manual, the UPCSA Manual will prevail.



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2. RECORDAL

- 2.1. The Congregation is constituted as a United Congregation of the United Denominations.
- 2.2. At a duly convened and constituted Congregational Meeting held on 1 August 2010, the members resolved:
 - 2.2.1. to approve the Constitution of the Congregation as set out herein; and
 - 2.2.2. to reaffirm that the Congregation accepts and resolves to confess the Christian faith as understood and interpreted by the United Denominations.

3. NAME

- 3.1. The Congregation hereby constituted is named Protea Valley Family Church (Presbyterian-Congregational). The short name of the Congregation is PVFC.

4. BODY CORPORATE

- 4.1. The Congregation is a voluntary association independent of its Members in the form of an association of individuals having perpetual succession and the right to own property (immovable, movable and incorporeal), to transact and to sue in its own name.
- 4.2. The Congregation exists separate from its Members and office bearers and as such its Members or office-bearers do not become liable for any of the obligations and liabilities of the Congregation solely by virtue of their status as Members or office-bearers of the Congregation.
- 4.3. Members or office-bearers are not personally liable for any loss suffered by any person as a result of an act or omission which occurs while the Member or office-bearer is performing functions for or on behalf of the Congregation in good faith.
- 4.4. The Congregation will continue to exist, notwithstanding any changes in the composition of its membership and office-bearers.



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5. OBJECTIVES

- 5.1. The Congregation's main objective is to worship the triune God as He has revealed himself as Father, Son and Holy Spirit and to witness to Jesus' death and resurrection by faithfully preaching the Gospel and living lives transformed by the Holy Spirit. The Christian life includes worship, witness, teaching and community service to the glory of our Lord, Jesus Christ, who is the living Word of God.
- 5.2. A further key objective is to provide Donations and funds to duly registered PBOs, NGOs and other Christian organisations whose activities and objectives are complementary to that of the Congregation.
- 5.3. The Congregation's ancillary objectives include, amongst others:
 - 5.3.1. The provision of food, school equipment and teaching to under privileged schools and communities;
 - 5.3.2. The provision of poverty relief; and
 - 5.3.3. The promotion and protection of family stability.
- 5.4. The funds of the Congregation shall be used for ministry and outreach as described above. Although some of these activities may change from time to time, the Congregation will always conduct itself in such a manner that it qualifies as a NPO and PBO in terms of the relevant legislation. To that extent its activities shall be carried on in a non-profit and servant manner which will not promote the economic self-interest of its office-bearers, Members or employees. The Congregation carries on its activities for the benefit of, and will be made widely accessible to, the general public (including the poor and needy).

6. FUNCTIONS AND POWERS

- 6.1. The Session manages the temporal affairs of the Congregation in the manner required by the relevant legislation, this Constitution and the Congregation in order to pursue and achieve the objectives of the Congregation.
- 6.2. As the managing body of the Congregation, the Session further has and exercises such functions and powers as set out in this Constitution, the UPCSA



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Manual and the UCCSA Manual. These functions and powers include, amongst others, the power to:

- 6.2.1. provide facilities for the conduct of public worship and for the carrying out of various services normally forming part of the functions of a congregation or local church;
- 6.2.2. provide suitable premises for the conduct of public worship and for other church purposes;
- 6.2.3. acquire by purchase, exchange, hire or otherwise, any movable or immovable property, buildings, incorporeal rights or privileges which may be considered necessary for the purposes of the Congregation;
- 6.2.4. erect, maintain, improve, alter, repair and equip any buildings or structures for the purposes of the Congregation;
- 6.2.5. raise funds and to receive or accept Donations whether conditional or unconditional, provided that any such Donation may not be reclaimed by the donor other than where the Congregation has materially failed to abide by any specific conditions attached to such Donation. The donor may not impose any condition or conditions which could enable the donor or any other connected person in relation to the donor to derive some direct or indirect benefit from the application of the Donation.
- 6.2.6. invest its funds with a financial institution, in either a deposit account, money market account, or other similar risk averse investment;
- 6.2.7. sell, exchange, donate, let, mortgage, pledge, or otherwise deal with all or any of its assets, subject to paragraph 14;
- 6.2.8. do all such things (not inconsistent with its faith) as may be necessary to apply for, obtain and retain registration as a PBO and a NPO; and
- 6.2.9. do all such things and to perform all such functions as are normally done or performed by a congregation or local church.



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7. RELATIONSHIP TO CHURCH COURTS

7.1. The Congregation has the status of a "United Congregation" in the United Denominations. As such, it is a congregation of the UPCSA as contemplated in the UPCSA Manual and a local church of the UCCSA as contemplated in the UCCSA Manual, with the rights that such a congregation or local church would enjoy.

8. MEMBERSHIP

8.1. The essential conditions for membership in the Congregation are:

- 8.1.1. to believe in the triune God who is Father, Son and Holy Spirit;
- 8.1.2. to trust not in our own goodness, but only in Jesus Christ for salvation;
- 8.1.3. to have been baptized into the Body of Christ, in the name of God the Father, Son and Holy Spirit, and to have made a public confession of faith;
- 8.1.4. to accept the Bible as the recorded Word of God, containing all that is necessary for salvation through faith in Jesus Christ;
- 8.1.5. to be faithful in supporting the Congregation as it worships, witnesses and works to the glory of God; and
- 8.1.6. to abide by the Constitution.

8.2. New members are required to accept the essential conditions for membership as described above and are admitted into membership through any of the following:

- 8.2.1. by a public confession of faith and baptism;
- 8.2.2. by a public confession of faith, if already baptised;
- 8.2.3. on transfer from another congregation or local church of the United Denominations, by the acceptance of certificates of transfer or similar testimonials of previous membership in it;
- 8.2.4. on transfer from other recognised denominations by the acceptance of similar credentials; or
- 8.2.5. in special cases, where credentials such as transfer certificates cannot be procured, by special resolution of the Session.



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9. MINISTRY

9.1. The Congregation calls a minister to be its leader and guide in all matters of the Christian faith, to preach the Word of God, to administer the sacraments, to exercise the pastoral office, to visit all Members (with the assistance of elders and/or other appointed visitors) and generally to build up the Congregation in its faith, its service and its witness to Jesus Christ.

9.2. **Incumbents:**

A minister of the Congregation must be a duly ordained minister of the United Denominations.

9.3. **Colleague Ministers:**

If the Congregation is served by two or more ministers they shall be known as "Colleague Ministers", unless the Session determines otherwise.

9.4. **Church Courts:**

The Congregation is entitled to a seat on the Regional Courts of the United Denominations and on the appropriate synod (or its equivalent) where one exists.

9.5. **Vacancy:**

In the event of a ministerial vacancy in the Congregation, the Regional Courts jointly appoint an interim moderator and/or acting minister. The Regional Courts assist the Congregation in calling a minister.

9.6. **Vacancy Committee:**

The interim moderator and/or the acting minister convene a Congregational Meeting to appoint a Vacancy Committee. The Vacancy Committee acts with due regard to the procedures and requirements of UPCS Manual and UCCSA Manual.



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9.7. Eligibility:

Apart from the interim moderator and/or the acting minister, any ordained minister of the United Denominations is eligible to receive a call from the Congregation. When a call is issued the procedure of the denomination to which the minister belongs is followed, except that the call requires the ratification of all constituents of the Regional Courts.

9.8. Denominational Balance:

In calling a minister due regard shall be given to maintaining a denominational balance.

9.9. Conditions of Service and Discipline:

With regard to the conditions of service and the discipline (in accordance with paragraph 15) of ministers the procedures of the denomination in which the minister is ordained shall be followed. The Congregation may vary the conditions of service of a minister to his/her benefit, subject to the approval of all the constituents of the Regional Courts.

10. CONGREGATIONAL MEETINGS

10.1. Congregational Meeting:

The Congregational Meeting is a meeting of the Members of the Congregation where both temporal and/or faith matters are discussed and decided upon. These meetings are the AGM and other Congregational Meetings convened by the Session. The Congregational Meeting receives reports from the Session, the Regional Courts and other such bodies, considers recommendations from the Session and/or discusses and decides on other relevant matters pertaining to the service of Jesus Christ.

10.2. Members' Rights:

Every Member has a right and a responsibility to attend and share in all Congregational Meetings. While others may speak, only the Members may vote at a Congregational Meeting.



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10.3. Frequency:

Congregational Meetings are convened at the discretion and on the authority of the Session.

10.4. Requisition:

A Congregational Meeting shall be convened by the Session if requisitioned in writing by at least ten Members of the Congregation.

10.5. Notice:

Notice of any Congregational Meeting is given by announcement at all services on the two preceding Sundays and/or by written notice (which includes e-mail and sms) sent to all Members at least two weeks prior to the date of the Congregational Meeting. The notice is to specify the business or matters to be transacted or dealt with.

10.6. AGM:

The AGM is a Congregational Meeting held not more than three months after the end of the Congregation's financial year (as described in paragraph 13.2). Matters that the Congregation attends to at the AGM are, amongst others:

- 10.6.1. to receive, consider and adopt reports of the Session and the audited financial statements for the preceding year;
- 10.6.2. to elect a Treasurer;
- 10.6.3. to elect such other office-bearers as the Session may propose;
- 10.6.4. to appoint an independent professional auditor; and
- 10.6.5. to deal with any other appropriate business.

10.7. Chair:

The minister, or a member of the Session whom the minister deposes, presides at a Congregational Meeting. If more than one minister serves the Congregation they preside in rotation, unless otherwise agreed between them in writing.



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10.8. Quorum:

The quorum at any Congregational Meeting is at least ten per cent of all Members, except that if the total number of Members exceeds 500 the quorum is 50. If no quorum attends, the meeting may take no decisions, but may adjourn for no less than one week. Notice of the adjourned meeting is given at the intervening Sunday services. At the adjourned meeting the number of members present then constitutes a quorum.

10.9. Voting:

10.9.1. A vote at a Congregational Meeting is generally cast by show of hands, unless a Member requests at least forty eight hours before such meeting that a vote be cast by ballot.

10.9.2. Every Member has one vote.

10.9.3. Matters are decided by a majority vote, being more than half of those present in person or by proxy, unless this Constitution or the relevant UPCS Manual, UCCSA Manual or legislation requires a larger percentage.

10.10. Minutes:

10.10.1. The Session Clerk keeps minutes of each Congregational Meeting in a proper minute book in accordance with the rules of the Regional Courts. The minutes of the previous Congregational Meeting shall be made available to the Members of the Session at least one week prior to the Congregational Meeting. At such next Congregational Meeting the Session Clerk reads either the minutes of the previous Congregational Meeting in full or, with the permission of the meeting, a summary of those minutes. The Congregational Meeting then confirms those minutes, and the Chairperson signs it.

10.10.2. The minutes are submitted for annual inspection and attestation as the Regional Courts direct.

10.10.3. Minutes are open for inspection by a Member during office hours and at the registered address of the Congregation upon prior appointment.



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11. MANAGEMENT OF THE CONGREGATION AND THE SESSION

- 11.1. The Session functions as the management committee of the Congregation.
- 11.2. The Session will be made up of at least 5 members of the Congregation. Members of the Session are office-bearers of the Congregation.
- 11.3. The Session exercises spiritual and general oversight of the Congregation.
- 11.4. The Session manages the temporal affairs of the Congregation in the manner:
 - 11.4.1. required by relevant legislation (e.g. the Nonprofit Organisations Act and the Income Tax Act);
 - 11.4.2. as contemplated in the UPCS Manual; and
 - 11.4.3. in the manner directed by the Congregation at a Congregational Meeting.
- 11.5. The Session shall comply with the relevant legislation to ensure that the Congregation is registered and remains registered as a NPO and a PBO.
- 11.6. All Members, as well as non-communicant members, of the Congregation shall abide by decisions taken by the Session.
- 11.7. **Constituents:**

The Session consists of the minister and all serving elders.
- 11.8. **Eligibility:**

The Congregation may elect as elder any Member that has been a Member of the Congregation for at least twelve months prior to the date of election. The Congregation may re-elect a retiring elder, except where that elder has served for two successive three year terms. In such case, that elder is ineligible for election for a period of one year, unless there are not enough Members nominated for the vacancies on the Session.
- 11.9. **Induction:**

An elder takes office upon induction.
- 11.10. **Meetings:**

The Session generally meets once a month to conduct the business of the Congregation, but not less than nine times during a financial year.



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Chair:

If a minister is not available to preside as chairperson, the Session may deal only with business which the minister approved for the agenda. At such a meeting the Session appoints one of its members present to preside.

11.11. Quorum:

A quorum for a Session meeting is at least half of the number of Session members. In the event where a quorum is not present, such meeting shall be cancelled.

11.12. Minutes:

The Session Clerk keeps minutes of each Session meeting in a proper minute book in accordance with the rules of the Regional Courts. The minutes of the previous Session meeting shall be given to each member of the Session at least one week before the next Session meeting. At such next Session meeting the minutes shall be confirmed as a true record of proceedings, and thereafter the chairperson signs such minutes. The minutes are submitted for annual inspection and attestation as the Regional Courts direct.

11.13. Committees:

The Session shall constitute such committees as it, or a Congregational Meeting deems necessary and appoints the committee members. Such committee is accountable to the Session and reports to it.

12. APPOINTMENT OF OFFICE-BEARERS AND EMPLOYEES

12.1. Session Clerk:

The Session shall appoint from among its members a Session Clerk who fulfils the function of an executive secretary of the Congregation and who serves in this position until the end of his/her current term of office on the Session. An elder is eligible for reappointment as Session Clerk if he/she is re-elected to the Session.



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12.2. Treasurer:

The Session shall appoint from among the Members of the Congregation a Treasurer who serves for a period of three years. A person is eligible for reappointment as Treasurer by the Congregation at an AGM.

12.3. Other Office-bearers:

The Session may nominate and the Congregation may appoint at a Congregational Meeting such other office-bearers as it deems necessary. Such office-bearer must be a Member of the Congregation.

12.4. Employees:

The Session may employ such employees as it deems necessary.

13. FINANCE

- 13.1. The Session shall be responsible for the Congregation's overall financial management.
- 13.2. The Congregation's financial year shall be a calendar year (i.e. 1 January to 31 December).
- 13.3. The Session shall present to the Congregation at each AGM audited financial statements for the most recent completed financial year.
- 13.4. The Session shall present for approval to the Congregation at a Congregational Meeting before the end of a financial year, a budget for the ensuing financial year.
- 13.5. The Session shall open and keep one or more bank accounts (e.g. a current account and savings account) with a registered financial institution.
- 13.6. All Donations received shall be properly accounted for and used solely for the purposes for which the Congregation is established. If not promptly applied, all Donations shall be kept safe and money shall be deposited without delay or invested in the relevant account with a registered financial institution.
- 13.7. An office-bearer or employee shall promptly inform the Treasurer of any Donation to the Congregation received by him/her, and hand it over to the Congregation.
- 13.8. The Treasurer shall be responsible for:



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- 13.8.1. receiving Donations;
- 13.8.2. paying salaries, wages, employment taxes and other expenses;
- 13.8.3. keeping proper books of account of all monies received and expended;
- 13.8.4. keeping account of all Donations received and applied by way of a register;
- 13.8.5. presenting an up-to-date financial statement to the Session as often as it requires;
- 13.8.6. ensuring that the books of account are audited annually, or more frequently if a Congregational Meeting or the Session so determines, by a suitably qualified person appointed by the Congregational Meeting; and
- 13.8.7. drafting a financial budget for the ensuing financial year.
- 13.9. The Session shall appoint at least three unrelated persons to act as signatories for each of the Congregation's deposit and investment accounts.
- 13.10. All payments and withdrawals from such accounts shall be signed/authorised by at least two signatories. All payments, except from petty cash, shall be made via electronic funds transfer through the Congregation's bank accounts.
- 13.11. At least two elders or persons appointed by the Session shall count money offerings at worship services, record the amount and sign and counter-sign the record.
- 13.12. All applications for grants, loans and other financial assistance from the United Denominations shall be processed according to the agreed procedure of the respective denomination.
- 13.13. Levies payable to the United Denominations, including the Regional Courts, shall be calculated on one half of the Congregations total assessable amount as determined by each denomination from time to time, and assessed at the relevant rate of assessment for a denomination or local church.



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14. PROPERTY

14.1. Acquisition and disposal of Immovable Property:

The acquisition, sale, alienation, mortgaging or donation of any immovable property will be approved by a Congregational meeting, the Regional Courts and the Finance Committee of the General Assembly of the UPCSA. Title to immovable property will vest in the name of the Congregation on date of transfer.

14.2. Building and Rebuilding:

14.2.1. The erection, alteration, extension, demolition or rebuilding of any church premises shall be approved by a Congregational Meeting, the Regional Courts and the Finance Committee of the General Assembly of the UPCSA.

14.2.2. The Congregation may not obtain funds by mortgaging its immovable property, except in order to extend or improve its property.

14.2.3. The Congregation shall not be entitled to cede or agree to cede, either outright or as security, part or all of its immovable property, or the right to any benefit thereunder, without approval by a Congregational Meeting, the Regional Courts and the Finance Committee of the General Assembly of the UPCSA.

14.3. Ownership:

14.3.1. Ownership of all assets shall vest in the name of the Congregation.

14.3.2. Members and/or office-bearers of the Congregation shall not have any rights over property belonging to the Congregation.

14.4. Distribution of Funds and Property:

14.4.1. Subject to paragraph 14.4.3, the Congregation may not distribute any of its income, funds or property, or extend any loans to Members and/or office bearers, except as reasonable compensation for services actually rendered.

14.4.2. Members and/or office bearers of the Congregation may, however, be reimbursed for approved expenses incurred and paid for on behalf of the Congregation.

14.4.3. Part of the Congregation's ministry is to reach out to and support the poor and needy in general with food and life necessities, as well as decent shelter.



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Within the confines of this ministry and outreach, the Congregation may, on an ad hoc and temporary basis, provide for basic food, necessities and shelter/accommodation of a Member who is in severe financial distress and in dire need.

15. DISCIPLINE AND APPEALS

- 15.1. Members and office-bearers of the Congregation are subject to the discipline of and shall have the same rights of appeal to which they would have been subject and entitled to as members of a congregation belonging to the UPCSA or of a local church belonging to the UCCSA and as provided for in the UPCSA Manual and the UCCSA Manual respectively.
- 15.2. Members and office-bearers of the Congregation are subject to the discipline and jurisdiction of the Regional Courts or other appropriate bodies, including any joint court of the United Denominations.

16. DISSOLUTION

- 16.1. The Congregation may be dissolved if at least three quarters of the Members present and voting at a Congregational meeting specially called to discuss the matter so agree. The Session must have convened the meeting with not less than three months' written notice to all Members and to the Regional Courts. Representatives of both the Regional Courts may attend such meeting with the right to speak but not vote. The meeting elects one of these representatives to preside. The Session Clerk, or in his absence another member of Session, takes the minutes.
- 16.2. At this meeting three liquidators must be appointed, one to be nominated by the Congregation and one each by the Regional Courts. The liquidators put the dissolution into effect.
- 16.3. Upon dissolution of the Congregation, the liquidators shall immediately proceed to wind up the affairs of the Congregation.
- 16.4. The liquidators' functions and responsibilities will be :
 - 16.4.1. to take possession of the assets;
 - 16.4.2. to pay the debts of the Congregation;



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17.2. Union with another Denomination:

- 17.2.1. If either the UPCSA or the UCCSA enters into a union with one or more other denominations, the Congregation shall decide by majority vote whether it will become a constituent congregation of the united denomination or of the denomination which did not join the union or both, and it shall make all necessary consequent changes to this Constitution.
- 17.2.2. If the Congregation does not join the united denomination, it shall repay to that denomination all outstanding loans obtained from the denomination which joined the united denomination.

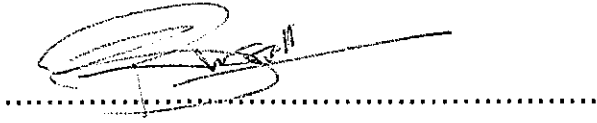
18. AMENDMENT OF THE CONSTITUTION

- 18.1. Whenever the assemblies of the UPCSA and UCCSA agree to amend the substance of any part of the Model Constitution for United Presbyterian-Congregational Congregations, this Constitution must be amended to conform, provided such amendment shall not affect the status of the PFVC as a PBO and/or a NPO.
- 18.2. The Congregation may at any time amend or add to this Constitution, provided that :
 - 18.2.1. the amendments or additions do not conflict with the spirit of the Model Constitution for United Presbyterian-Congregational Congregations;
 - 18.2.2. not less than three months' written notice of a Congregational meeting to discuss the matter has been sent to all Members and to the Regional Courts;
 - 18.2.3. the wording of the proposed amendments or additions has accompanied the notice of such meeting;
 - 18.2.4. a majority of at least three quarters of all Members present and voting at the meeting approves the proposed amendments or additions; and
 - 18.2.5. the Regional Courts approve the proposed amendments or additions.

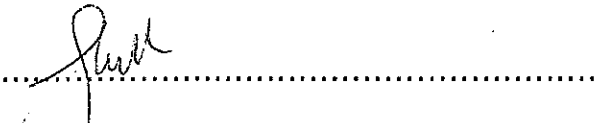


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This Constitution was signed at a Congregational Meeting of the Protea Valley Family Church on this 1st day of August 2010 at Bellville.

A handwritten signature in black ink, appearing to read "Brent Russell", written over a horizontal dotted line.

Rev. Brent Russell
Chairperson of the Congregational Meeting

A handwritten signature in black ink, appearing to read "Shaun Wensch", written over a horizontal dotted line.

Mr. Shaun Wensch
Session Clerk
140211