

THE SECOND AMENDED

CONSTITUTION

OF THE

INTERNATIONAL CHURCH OF CHRIST

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**CONSTITUTION
OF THE
INTERNATIONAL CHURCH OF CHRIST**

SECTION 1

NAME AND ESTABLISHMENT

Section 1:1

The name of the Church shall be International Church of Christ (hereinafter referred to as the “Church” or “ICOC”) with its registered office [at 16/18 Akanbi Onitiri Close, off Eric-Moore road, Lagos.](#)

Section 1:2

The Church -

- (a) is a body corporate
- (b) shall have a common seal
- (c) shall have the right to own [properties](#)
- (d) may sue and be sued.

Section 1:3

The Church shall have the power to establish branches throughout Nigeria and elsewhere as may be permitted by law.

Section 1:4

Each branch within Nigeria shall be known by the name International Church of Christ suffixed by the name of the city or town in which it is located and shall be governed by this Constitution.

SECTION 2

AIMS, OBJECTS AND LIMITATIONS

Section 2:1 AIMS AND OBJECTS

The Church is a religious body established to -

- (a) promote encourage foster and engage in any proper and legitimate means the dissemination and propagation of the gospel of Jesus Christ.
- (b) engage the services of men and women to carry out the ministry of Jesus Christ and to provide funds for the purpose (s) of missionary work.
- (c) promote encourage foster and engage in any proper and legitimate means charitable educational medical scientific civic religious and similar causes.
- (d) make donations for the public welfare.
- (e) may be involved in agricultural or food production ventures.
- (f) **May be involved in establishing and promoting educational institutions from day care/nursery to tertiary.”**

Section 2:2 LIMITATIONS

Notwithstanding any other provision of this Constitution the Church shall not engage in any activities or exercise any powers that are not in furtherance of the purposes of the Church. Provided that any profitable venture the Church undertakes the returns shall be ploughed back in furtherance of its aims and objects.

SECTION 3

DOCTRINAL STATEMENT

The Doctrine and teachings of the Church shall be based solely on the Holy Bible.

SECTION 4

MEMBERSHIP

Section 4:1 QUALIFICATION

- a. Any person who:
 - (i) has repented and been baptized for the forgiveness of sin.
 - (ii) is recognized by the Church as a disciple of Jesus Christ
 - (iii) and is registered as a member of the Church.
- b. Any person who has met the conditions contained in (a) above in a sister Church may have his membership transferred to the Church by introduction from his previous Church.
- c. Any person who is suspended for any reason or who ceases to be a member in the Church, and who has been restored.
- d. Any person who has met the conditions in (a) or (b) or (c) above and remains in the faith as defined by the Bible.

Section 4:2 CLASSES AND PRIVILEGES

There shall be only one class of membership having the same rights and privileges.

Section 4:3 SUSPENSION

- (a) Any member of the Church may be suspended as provided by the teachings of the Bible and as contained in this Constitution. Either orally or in writing.
- (b) Any member suspended shall not exercise any rights of membership unless and until restored by the Church.

Section 4:4 APPEAL AGAINST SUSPENSION OF MEMBERSHIP

- (a) Any member suspended may appeal against such a decision within 21 days of same being communicated to him.
- (b) The appeal will be decided by the following:
 - (i) elders (if any) or
 - (ii) Bloc leader and two or three members of the Church to be selected by the bloc leader.Provided that an aggrieved party is entitled to object not more than twice to the constitution of the appeal panel.
- (c) Notice of such appeal which may be oral or written shall be delivered to the elders (if any) or overseeing evangelist.
- (d) Submissions on this appeal may be oral or written and shall be made to the elders (if any) or overseeing evangelist.
- (f) The elders (if any) or overseeing evangelists shall notify all parties involved of the time and place of hearing of the appeal.
- (g) The appeal shall be decided on the submission of parties within sixty days (60 days) and shall be final.

Section 4:5 CESSATION OF MEMBERSHIP

Any person whose name has been removed from the Membership Register shall cease to be a member

Section 4:6 CAUSES FOR CESSATION OF MEMBERSHIP

Any person shall cease to be a member in the event of the following:

- (1) Death
- (2) Voluntary withdrawal
 - (a) in writing/orally and
 - (b) by conduct, such as not attending church meetings over a prescribed period of time as determined by the Church leadership.
- (3) Membership withdrawal as may be determined by the Church leadership.
- (4) Disfellowshipment in accordance with the bible

Section 4:7 MEMBERSHIP CONSIDERATION

- (a) The Church shall issue no membership for consideration.
- (b) Any contribution in terms of time finance or any other gift from a member either on a weekly monthly yearly or other basis shall not be tied to membership in the Church.
- (c) Any contribution made in the aforementioned manner shall not be construed in any way whatsoever as consideration for membership or promotion for membership or for any right or privilege.

Section 4:8 TRANSFER OF MEMBERSHIP

Upon notice duly given to the Church a member may transfer his membership to a sister congregation.

Section 4:9 MEMBERS' RIGHTS AND OBLIGATIONS

- (a) No member shall have a right in the property or other assets of the Church solely by virtue of their membership.
- (b) No member shall become liable for any obligations and liabilities of the Church solely by virtue of their status as members of the Church.

SECTION 5

MEETINGS OF MEMBERS

Section 5:1 PLACE OF MEETINGS

Any meetings of members shall be held at any place within Nigeria as may be directed by the Board or by written consent of person(s) entitled to call a meeting and in the absence of any such directive meetings shall be held at 16/18 Akanbi Onitiri Close off Eric Moore Road Surulere Lagos.

Section 5:2 ANNUAL GENERAL CONFERENCE

- (a) Annual General Conference of the Church shall be held annually at such time and place as the Board may determine.
- (b) The Annual General Conference shall be held within six months after the end of each financial year for the purposes of:
 - i. considering and if thought fit approving the report of the Board of Trustees Chairman for the past year,
 - ii. Presentation of the Lead Evangelist Report,
 - iii. considering and if thought fit approving the report of the Administrator and the audited account for the preceding year,
 - iv. electing Trustees in place of those required to retire in accordance with the provisions of this Constitution,
 - v. appointing external auditors for the ensuing year,
 - vi. receiving reports from all the branches of the Church,
 - vii. transacting any other business as may properly be transacted at an Annual General Conference.
- (c) There shall be two sessions at the Annual General Conference
 - (i) Plenary Session
 - (ii) Working Session

Section 5:3 ATTENDANCE AT THE ANNUAL GENERAL CONFERENCE

(a) Plenary Session

All members of the Church are entitled to attend the plenary session.

(b) Working Session

The following persons are entitled to attend the working session

- (i) Members of the Board of Trustees
- (ii) Elders
- (iii) Evangelists
- (iv) Teachers
- (v) Deacons
- (vi) Church Administrators
- (vii) Board Secretary
- (viii) All Ministry Personnel
- (ix) Members of the Leadership Group
- (x) Family group Leaders
- (xi) Special ministry leaders
- (xii) Bible Talk Leaders
- (xiii) Accredited delegates from all Branches.

(d) Each region and or branch may send to the Church Office a list of its accredited delegates not exceeding ten (10).

(e) The list of accredited delegates shall reach the Church office not later than one month before the Annual General Conference.

(f) A branch with a membership less than ten (10) may decide the number of delegates to send to the Conference.

Section 5:4 EXTRAORDINARY MEETINGS

(a) An Extraordinary Meeting may be called by:

(b) (1) The Chairman of the Board of Trustees

(ii) Two thirds of the Board members.

(iii) Ten (10%) percent of registered members of the Church.

(b) A meeting called under section 5:4 (a) shall be by written request specifying the purpose of the business to be transacted and submitted to the Board.

(c) The Board shall set a reasonable time and place for the transaction of the meeting.

Section 5:5 NOTICE

- (a) Notice of meetings shall contain the place time and purpose.
- (b) Such notices shall be announced for at least two consecutive Sundays preceding the meeting at all Church services.
- (c) Such notices shall be pasted on the Church notice board.
- (d) Necessary materials if any may be made available to members at least seven (7) days before the meeting.
- (e) The approval of the following proposals shall be valid only if specified in a notice:
 - (i) removing a member of the Board of Trustees,
 - (ii) disposing of landed property belonging to the Church,
 - (iii) disposing of 25% or more of other fixed assets of the Church,
 - (iv) adopting or amending a merger agreement.

Section 5:6 QUORUM

- (a) Fifteen percent (15%) of the membership shall constitute a quorum for meetings of members. (b) A meeting at which a quorum is formed may continue to transact business until adjournment notwithstanding the withdrawal of some members to leave less than quorum.
- (c) Any decision taken (other than adjournment) may be approved by at least a majority of the members required to constitute quorum.

Section 5:7 ADJOURNMENT

Any meetings of members whether or not a quorum is present may be adjourned from time to time by the vote of the majority of the members present at the meeting.

Section 5:8 VOTING

- (a) Each member shall be entitled to cast one vote on each matter submitted to a vote of the members.
- (b) There shall be no voting by proxy.
- (c) A member shall not cumulate votes.
- (d) Votes may be cast by a show of hands or by ballot.
- (e) The affirmative vote of the majority of members present shall be the act of the members.

Section 5:9 WAIVER OF NOTICE

- (a) Whenever any notice is required to be given under the Companies and Allied Matters Act 1990 a waiver thereof in writing signed by the person or persons entitled to such notice whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.
- (b) All such waivers, consents and approvals shall be filed with the corporate records and or made a part of the minutes of the meeting.
- (c) Attendance of meeting shall constitute a waiver of notice unless there is an objection at the beginning that it was not lawfully called or convened.
- (d) Attendance at a meeting is not a waiver of any right to object to the consideration of matters required to be included in the notice but not so included if the objection is expressly made at the meeting.

Section 5:10 ACTION BY BALLOT

- (a) Any action that may be taken at any meeting may be taken without a meeting if:
 - (i) the ballot of every member is solicited
 - (ii) the required number of signed approvals setting forth the action so taken is received.
- (b) All solicitations of ballot shall indicate the time by which the ballot must be returned to be counted.
- (c) Approval by ballot without a meeting shall be valid only when:
 - (i) the number of votes cast by ballot within the time specified equals or exceeds the quorum required to be present at a meeting authorizing the action and
 - (ii) the number of approvals equals or exceeds the number of votes that would be required for approval at a meeting at which the total number of votes cast was the same as the number of votes cast by ballot without a meeting.
- (d) A ballot may not be revoked.

Section 5:11 RECORD DATE

- (a) Notwithstanding the provision of Section 5:5 of this Constitution the Board of Trustees may fix in advance a reasonable record date for determining members entitled to:
 - (i) notices
 - (ii) vote at any meeting
 - (iii) exercise any other rights with respect to any lawful action.
- (b) If no record date is fixed the record date for determining the members entitled to
 - (i) notice of a meeting shall be the business day preceding the day on which notice is given or if notice is waived the day of the meeting.
 - (ii) vote shall be the date on which the meeting is held or the day on which the first ballot is mailed or solicited.
 - (iii) exercise any rights with respect to any other lawful action shall be the date the Board adopts the resolution relating to the action or the 30th day before the action whichever is later.

SECTION 6

TRUSTEES

Section 6:1 ESTABLISHMENT

There is hereby established a Board of Trustees for the Church.

Section 6:2 COMPOSITION AND ELECTION

- (a) (i) The Board shall comprise of at most 15 members.
 - (b) Every Elder of the Church may be a member of the Board of Trustees provided that they are not more than 40% of the membership at all times.
 - (c) In the event that the Elders would be over 40% then they shall elect among themselves members who shall be on the Board of Trustees in accordance with Section 6 (2) b) above.
 - (d) The Board of Trustees shall elect a Chairman and other officers among themselves. In the case of the Chairman and Vice Chairman he shall serve for a maximum of 3 consecutive years after which he shall be replaced by another Trustee on the Board.
 - (e) Nothing shall prevent a Trustee who has served as Chairman and Vice chairman of the Board of Trustees for a consecutive period of 3 years from being re-elected to the same position where a period of a minimum 2 years has lapsed after his last term/tenure.
- (f) In addition to the office of the Chairman, the Board shall have the power to create offices of the Vice Chairman, Treasurer and any other office the Board may deem fit to create from time to time.
- (g) The Trustees shall be elected at the Annual General Conference of the Church
 - (h) In addition to the elected Trustees, the following shall be ex-officio members of the Board:
 - (i) The Lead Evangelist.
 - (ii) The Church Administrator.
 - (iii) The Board Secretary.
 - (i) Where the Lead Evangelist is at the same time an Elder and would ordinarily be an automatic member of the Board, he shall however remain an ex-officio member of the Board and shall lose his privileges as an Elder on the Board.
 - (j) The Board shall elect to its offices from its members provided no ex-officio member shall be elected.

Section 6:3 QUALIFICATION

Any elected Trustee shall-

- (i) be a member of the Church
- (ii) be at least 35 years of age
- (iii) be a fit and proper person
- (iv) not be less than 10 years as a member of good standing
- (v) not have been found guilty of fraud, dishonesty, bankruptcy, infamous conduct or any other offences as contained in the Companies And Allied Matters Act 1990.
- (vi). be nominated by the National Leadership Group after due selection by churches/regions

Section 6:4 DUTIES OF TRUSTEES

- (1) Subject to any limitations in this Constitution and any other law it shall be the duty of the Board of Trustees to direct all the affairs of the Church.
- (2) It shall be the duty of the Trustees to give effect to the provisions of this Constitution.
- (3) It shall be the duty of the trustees among others:

- (a) to engage and remove officers, agents and employees of the Church
- (b) to determine their responsibilities and duties
- (c) to fix their remuneration and or compensation
- (d) and any other matters affecting staff members

Section 6:5 **SPECIFIC POWERS AND DUTIES**

- 1. to make rules and regulations for the administrative affairs and activities of the Church.
- 2. To make rules and regulations for the effective running of the Board
- 2. to borrow money on behalf of the Church
- 3. to operate banking account(s) on behalf of the Church.
- 4. to appoint legal adviser (s) for the Church
- 5. to provide a Common Seal for the Church
- 6. to present an external auditor nominated by the Audit Committee for ratification at the Annual General Conference.

Section 6:6 TENURE OF OFFICE

- (a) The tenure of office of any Trustee **who is not an Elder** shall be for a three (3) year period from the date of election.
- (b) **Such Trustee may be re-elected and shall not serve more than two terms;**
provided a serving Trustee may not be removed until the expiration of his term subject to section 6:7(c).
- (c) **The Tenure of office of a Chairman shall be for a maximum of 3 years from the time of his election into chairmanship position.**

Section 6:7 VACANCIES

(a) Events Causing Vacancies

A vacancy on the Board shall exist on the occurrence of any of the following;

- (i) resignation of a Trustee
- (ii) the death of a Trustee
- (iii) the declaration by Board resolution of a vacancy in the office of a trustee who has been declared of unsound mind by an order of court of competent jurisdiction
- (iv) a Trustee convicted of theft fraud forgery perjury or an offence under the Anti-corruption Act and related offences.
- (v) removal of a Trustee for fraudulent acts
- (vi) the vote of the members to remove a Trustee.
- (vii) the increase of the authorized number of Trustees
- (viii) the insolvency of a Trustee
- (ix) completion of the term of office of a Trustee.

(b) Resignation

- (i) Any Trustee may resign by giving written notice to the Chairman of the Board or the Secretary.
- (ii) The resignation shall become effective when the notice is given unless otherwise specified.

(c) Removal

- (i) A Trustee may be removed at the Annual General Conference for the following:
 - (a) Fraudulent act(s), theft and dishonesty
 - (b) Adultery and or fornication within or outside the Church
 - ©Indecent assault
 - (d) Drunkenness
 - (f) Unbiblical behavior acts and or conducts
 - (f) Infamous conduct
 - (g) Following a petition from the geographical bloc he or she is representing and or from any member of the Board of Trustees provided the items contained above a-f have been thoroughly investigated and established before National Leadership Group.
- (ii) In the event a Trustee is suspended, terminated or resigns from membership in the Church or for any reason ceases to be a member of the Church the Trustee is automatically removed.

(d) Any Vacancy

Any vacancies on the Board may be filled at the next Annual General Conference

Section 6:8 TRUSTEES' MEETINGS

(a) **Place**

The Board may meet at any place as may be decided

(b) **Meeting by Telephone**

Any meeting may be held by conference telephone or similar communication among the Trustees.

All such Trustees shall be deemed to be present in person at such a meeting.

(c) **Regular Meetings**

Regular meetings of the Board may be held with or without call or notice at such time and place as the Board shall fix from time to time.

(d) **Special Meetings**

Special meetings of the Board for any purpose may be called at any time by the Chairman of the Board or by at least two Trustees.

(c) **Minutes of Meetings**

Minutes shall be kept of all Trustees' meetings.

Section 6:9 MANNER OF GIVING NOTICE

(a) Notice of the time and place of meetings shall be given to each Trustee by one of the following methods:

- (i) personal delivery of written notice;
- (ii) registered post;
- (iii) telephone directly to the Trustee
- (iv) electronic mail directly to the Trustee
- (v) telegram or,
- (vi) Facsimile.

(b) **Time Requirements**

- (i) Notices of meetings of the Board of Trustees sent by registered post shall be deposited in the mail at least 7 days before the time set for the meeting.

(c) **Contents of Notice**

The notice of a meeting of the Board of Trustees shall state the time place and agenda.

Section 6:10 QUORUM

(a) A simple majority of the Trustees shall constitute quorum for the transaction of business. Every action taken or decision made by a majority of the Trustees present at a duly held meeting at which a quorum is present shall be the act of the Board. A meeting at which a quorum is initially present may continue to transact business despite the withdrawal of Trustees.

(b) Notwithstanding the withdrawal of Trustees in (a) above no action may be taken or decision made by less than a majority of the required quorum for that meeting.

.Section 6:11 WAIVER OF NOTICE

- (a). A Trustee shall be deemed to have waived his right to notice of a meeting if either before or after the meeting he signs:
 - (i) a waiver of notice
 - (ii) a written consent to the holding of the meeting
 - (iii) an approval of the minutes of the meeting.
- (b) All such waivers consents and approvals shall be filed with the corporate records and or made a part of the minutes of the meetings.
- (c) Notice of a meeting need not be given to any Trustee who attends the meeting and does not protest the lack of notice to him before or at the commencement of the meeting.

Section 6:12 ASSENT TO DECISION

Any Trustee present at a Board meeting at which a decision is taken shall be bound by same unless his dissent to the decision is entered in the minutes.

Provided such right to dissent may not be exercised by any Trustee who voted in favour of such decision.

Section 6:13 ADJOURNMENT

The Chairman may adjourn any meeting.

Section 6:14 ACTION WITHOUT A MEETING

- (a) Any action that the Board is required or permitted to take may be taken without a meeting if all members of the Board individually or collectively consent in writing to that action.
- (b) Action by written consent shall have the same force and effect as the unanimous vote of the Board.
- (c) The consents shall be filed in the Board's minute's book.

Section 6:15 TRUSTEES' COMPENSATION AND REIMBURSEMENT

Trustees shall receive no compensation for their services as Trustees but may receive reimbursement for expenses incurred in attending meetings.

Section 6:16 TRUSTEES' RIGHTS AND OBLIGATIONS

- (a) Trustees have no right in the assets of the Church solely by virtue of being Trustees.
- (b) Trustees do not become liable for any of the obligations and liabilities of the Church solely by virtue of their status as Trustees.

Section 6:17 POWERS AND DUTIES OF THE CHAIRMAN

The Chairman of the Board:

- (a) Shall preside at all Board meetings, Annual General Conference and Extraordinary meetings.
- (b) May sign with the Secretary or any other officer of the Church authorized by the Board any deeds, mortgages, bonds, contracts or other instruments which the Board has authorized to be executed except in cases where the signing and execution thereof shall be expressly delegated by the Board by this Constitution or by statute to some other officer or agent of the Church.
- (c) May adjourn any unfinished business to a later date.
- (g) May perform duties and exercise powers as may be assigned by the Board.
- (h) The Chairman of the Board may be removed as Chairman by members of the Board for any reason by two third majority of its members but would however remain as a member of the Board.

Section 6:18 THE VICE CHAIRMAN

The Vice Chairman shall perform the duties of the Chairman in his absence.

Section 6:19 The treasurer shall oversee the financial activities of the Church Administrator, receive periodic reports from the Internal Control officer and perform any other financial oversight duties that may be assigned to him by the Board.

COMMITTEES OF THE BOARD

Section 7 :1 The Board may create standing Committees of the Board as it may deem fit from time to time

Section7:2 POWER TO CONSTITUTE COMMITTEES

- (a) The Board shall have the power to constitute committees for specific purposes as may be determined from time to time.
- (b) The committees shall have terms of reference and duration within which to report to the Board.

Section 7:3 MEETINGS AND ACTIONS OF COMMITTEES

- (a) Meetings and actions of committees shall be governed in accordance with the provisions of this Constitution concerning meetings and other Board actions.
- (b) Minutes of meetings of any committee shall be filed with the Church records.
- (c) The Board may adopt rules for the governing of any Committee.
- (d) Subject to the consent of the Board a Committee may adopt a working rule.

OFFICES

Section 8:1 ECCLESIASTICAL OFFICES

- (a) The ecclesiastical offices of the Church include:
 - (i) Elders
 - (ii) Lead Evangelist(s)
 - (iii) Evangelists
 - (iv) Teachers
 - (v) Deacons
 - (vi) Women's ministry leaders
 - (vii) Family group leaders
 - (viii) Bible Talk leaders
 - (ix) Special ministry leaders
 - (x) And any other ecclesiastical offices that may be required from time to time.
- (b) Each of the above shall be appointed in accordance with the Bible and criteria prescribed by the Leadership Group.
- (c) Each group of persons or sets of persons holding any of the positions in (a) above may be constituted into a body or a committee for specific or defined purposes.

Section 8:2 ESTABLISHMENT OF ECCLESIASTICAL LEADERSHIP

There shall be established for the Church an Ecclesiastical Leadership.

- (i) Eldership Group
- (ii) National Leadership Group
- (iii) Local Ecclesiastical Leadership Group

Section 8:3 COMPOSITIONS OF THE ECCLESIASTICAL LEADERSHIP

- (i) Eldership Group shall comprise of all the Elders with a minimum membership of two
- (ii) National Leadership Group shall comprise of Lead Evangelist(s), Bloc Leaders and Elders
- (iii) An Elder or a Lead Evangelist shall be the Chairman of the National Leadership Group
- (iv) The Local Leadership Group shall comprise of the Church/Regional leader and other lay leaders
- (v) The Church/regional leader shall be the Chairman of the Local Ecclesiastical Group

Section 8:4 DUTIES OF THE ECCLESIASTICAL LEADERSHIP

- (i) The Elders shall shepherd the affairs of the Church
- (ii) The Eldership Group shall direct the ecclesiastical and administrative affairs of the Church.
- (iii) The National leadership Group shall lead and guide in ecclesiastical matters of the Church.
- (iv) The ecclesiastical leadership shall ensure that the Church upholds the teachings of the Bible.
- (iv) The ecclesiastical leadership shall preserve the integrity of the Church.
- (v) Appointment of Elders shall be by the National Leadership Group
- (vi) The National Leadership Group shall appoint Lead Evangelist(s) from amongst the Evangelists

Section 8:5 REMOVALS OF THE ECCLESISATICAL OFFICERS

(i) An Elder may be removed by the National Leadership Group in accordance with the Bible

(ii) A Lead Evangelist may be removed by the Eldership Group and in the absence of the Eldership Group by the National Leadership Group based on scriptural expectations, leadership group expectations and in accordance with the provisions of the staff handbook.

(iii) An ecclesiastical staff member may be removed by the Eldership Group and in the absence of the Eldership Group by the National Leadership Group based on scriptural expectations, leadership group expectations and in accordance with the provisions of the Staff Handbook.

(iv) Other ecclesiastical officers not employed by the church may be removed by the Church/Regional Leader based on scriptural expectations and church expectations and where such officer is a Church/Sector Leader or with higher responsibility, it shall be the responsibility of the National Leadership Group to remove such officer or officers.

Section 8:6 RESIGNATIONS OF THE ECCLESISATICAL OFFICERS

- (i) An Elder may indicate his inability to continue serving in the capacity of an Elder. Such communication shall be to the Eldership Group and the National Leadership Group.
- (ii) Any ecclesiastical officer in the paid employment of the Church may resign by giving written and adequate notice to the Leadership Group.
- (iii) Other ecclesiastical officer not employed by the Church may resign by giving adequate notice to their Church/Regional Leader. Where such officer is a Church/Sector leader or with higher responsibility, adequate notice should be in writing to the Leadership Group.

Section 8:7 CORPORATE OFFICERS

The corporate officers of the Church shall be:

- (i) The Church Administrator
- (ii) The Church Secretary
- (iii) And any other administrative officers as may be approved by the Board and the Elders

Section 8:8 SELECTION AND APPOINTMENT OF OFFICERS

Any prospective applicant to any of the offices in Section 8:7 mentioned above may be interviewed and hired by the Board or a committee of the Board subject to the approval of the Elders.

Section 8:9 REMOVALS OF OFFICERS

Without prejudice to any rights of an officer under any contract of employment an officer may be removed by the Board or by an officer on whom the Board may confer that power of removal, if the best interests of the Church would be thereby served, [subject to the approval of the Elders](#).

Section 8:10 RESIGNATIONS OF OFFICERS

Any officer may resign by giving written and adequate notice to the Board.

Section 8:11 POWERS AND DUTIES OF THE ADMINISTRATOR

The duties of the Administrator shall include:

- (i) To co-ordinate and supervise the administrative functions of the Church.
- (ii) To keep maintain or cause to be kept adequate and correct books of accounts.
- (iii) To ensure compliance with other statutory requirements.
- (iv) To exercise other powers and perform such other duties as the Board [and Elders may direct](#).

Section 8:12 POWERS AND DUTIES OF THE SECRETARY

- (a) The duties of a Secretary shall include the following:

- (i) attend and record proceedings at meetings of members,
- (ii) Secretary to the Board of Trustees and its committees.
- (iii) keeping the registers and other records of the Church.
- (iv) rendering statutory returns to regulatory authorities.
- (v) carrying out such administrative and other secretarial duties as may be directed by the Board.

- (b) **Records and Registers**

The Secretary shall keep or cause to be kept at the Church's principal office or such other place as the Board may direct:

- (i) Minutes of all meetings.
- (ii) Attendance registers.
- (iii) Membership records.
- (iv) Constitution.

- (c) **Notices and Other Duties**

- (i) The Secretary shall give or cause to be given notices of all meetings.
- (ii) The Secretary shall have such other powers and perform such other duties as the Board may direct.

SECTION 9

AUDITING AND FINANCIAL YEAR.

Section 9:1 AUDIT COMMITTEE OF THE CHURCH

There shall be an Audit Committee of not more than eleven and not less than seven members. This committee shall be independent and its membership shall exclude members of the board of trustees and staff of the Church..

Section 9:2. APPOINTMENT OF EXTERNAL AUDITORS

The audit committee shall appoint reputable auditors for the purpose of auditing the Church Account.

Section 9:3 AUDIT REPORT

The accounts of the Church shall be audited annually and the report of such audit shall be presented to members at the Annual General Conference.

Section 9:4 FINANCIAL YEAR

The Financial Year of the Church shall be from 1st January to 31st Dec. of the calendar year.

SECTION 10

COMMON SEAL

Section 10:1 The Trustees shall have a common seal

Section 10:2 Such seal shall be kept in the custody of the secretary who shall produce it whenever required.

SECTION 11

SPECIAL CLAUSE

- Section 11:1 (a) The property asset and or income of the Church shall be irrevocably dedicated to religious purpose as contained in the aims and objects of this Constitution.
- (ii) It is further provided that no part of the net earnings or assets of the Church shall ever inure to the benefit of or be distributable to its Trustees, officers, members or any individual, except that the Church is authorized and empowered to pay reasonable compensation for services rendered or to make payments and distribution in furtherance of its purposes.
- (b) In the event of winding up or dissolution as contained in section 691 of the Companies and Allied Matters Act 1990 the assets property and income shall be applied solely to a similar body or religious organization with same objectives ideological orientation and or beliefs.

SECTION 12

DEFINITIONS ADOPTION AND AMENDMENTS

Section 12:1

In this Constitution unless otherwise expressly provided or the context otherwise require;;

1. Board: refers to the Board of Trustees of the Church.
2. Membership: means the Church members whose names are currently on the list of the Church.
3. Ministry Staff: refers to members of the Church who have been engaged to carry out the ministry of Jesus Christ.
4. **Fit and Proper: someone who is sane and sound in mind and has not been medically declared unfit**
5. **Recent Convert: means continuous membership of less than 5 years**
6. Sister Church: refers to any ICOC affiliated church.
7. **Leadership Group: refers to the National Ecclesiastical Leadership Group of the Church.**
8. **Bloc leader: refers to an Evangelist appointed to oversee the affairs of more than one Church and is so designated by the National Leadership or any Evangelist that may be so designated as such by the National Leadership Group.**
9. **A special ministry leader: is a member of the Church who is appointed either by the leadership group, Church leader or regional leader to lead a ministry that caters for a specific need in the Church ((e.g. Kids kingdom ministry, teens ministry, singles ministry, marrieds ministry e.t.c)**
10. Lead Evangelist: refers to **an evangelist who for the time being oversees a team of Evangelists and several churches/regions, and is duly appointed by the National Leadership Group**
11. **Geographical bloc includes regions, zones, sectors, and Churches.**
12. **National Leadership group refers to Elders, Lead Evangelist, Bloc Leaders, and Administrator.**

Section 12:2

This Constitution may be adopted by a simple majority of members present at Annual General Conference

Section 12:3

Any provision of this Constitution may be amended or repealed by a simple majority of members present at Annual General Conference.

Section 12:4

Any amendment to this Constitution shall be submitted to the Registrar General at the Corporate Affairs Commission.

ADOPTION OF THE CONSTITUTION

~~The amended Constitution was adopted this -----day of-----20---~~