



**The Constitution
of
The Coptic Orthodox Church of Western Australia
Incorporated**

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1. NAME

The name of the association shall be “THE COPTIC ORTHODOX CHURCH OF WESTERN AUSTRALIA INCORPORATED”

2. DEFINITIONS

- (a) **The Act**” means the *Associations Incorporations Act of Western Australia* as amended from time to time.
- (b) **St Mary and Archangel Michael Church, “The Church”** means The Coptic Orthodox Church of Western Australia Incorporated.
- (c) **“The Mother Church”** is the Coptic Orthodox Church of Alexandria headed by the Patriarch of the Coptic Orthodox Church of Alexandria and its Holy Synod. The Mother Church is represented in Australia by the Coptic Orthodox Diocese of Melbourne and Affiliated Regions headed by the Bishop of the Coptic Orthodox Diocese of Melbourne and Affiliated Regions or their delegate.
- (d) Unless inconsistent with the context any reference to the “Church” means the “Association” and a reference to the “Association” also is a reference to the “Church”.
- (e) **“Annual General Meeting”** means the annual general Members Meeting of the Church members required to be held.
- (f) **“Member”** means a person who is a Member of the Church in accordance with the rules in the **“Membership”** section.
- (g) **“Committee Meeting”** means a meeting of the elected Committee Members called and held in accordance with the rules in the **“Quorum”** section.
- (h) Unless inconsistent with the context all words in the provision below, the masculine shall be deemed to include the feminine and all words importing the singular shall be deemed to include plural and vice versa in each case.
- (i) **“Financial Member”** means a member of the Church who subscribes financially and regularly in accordance with the rules in the **“Financial Membership”** section.
- (j) **“Priest”** is a minister of religion who is ordained according to the rites of the Coptic Orthodox Church and serves the Church.
- (k) **“President”** is the senior priest or his delegate who is appointed by the hierarchy of the Mother Church and represented by the Bishop of the Diocese of Melbourne and Affiliated Regions.

3. OBJECTS

3.1. Aims and Objects

- (a) To promote a Christian way of life according to the faith and doctrines of the Coptic Orthodox Church, and for that purpose, to acquire by purchase or lease or otherwise maintain Churches where the Coptic congregation shall worship according to the Coptic Orthodox rites and traditions.

- (b) To encourage Church's members to keep the traditions and customs of the Coptic Church alive.
- (c) To hold social gatherings, to institute and stimulate sports, healthy recreations and to undertake or promote any other activity for the benefit of its members.

3.2. Property and Income

The property and income of the Church shall be applied solely towards the promotion of the objects of the Church and no part of the property or income maybe paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.

4. LEGAL OBLIGATIONS

The Priest is bound by the Coptic Orthodox Church canons is not to attend to jury duties, or to give witness in a court of law.

The Coptic Orthodox Church of Western Australia Incorporated is bound by the laws of Australia and the canons of the Coptic Orthodox Church.

5. MEMBERSHIP

- (a) A person shall be entitled to become a member of the "Church" by Coptic Orthodox Baptism or by the Church's recognition of their prior Baptism, based on application submission and acceptance by the "Committee".
- (b) Application for Membership is open to all persons who believe, practice and participate in the objects of the Church.
- (c) Applications for Membership shall be addressed to the Committee; The Committee may approve or reject any application in the next Meeting and communicate its decision, by letter forwarded to the applicant.
- (d) In no case will the Committee be required to give reasons for the rejection of any application.

6. FINANCIAL MEMBERSHIP

- (a) Each member must pay to the Treasurer or his delegate, annually on or before 1 July or such other date as the Committee from time to time determines, the amount of the subscription determined to a minimum yearly subscription set by the Committee
- (b) The Secretary, on behalf of the Association, must comply with section 27 of the Act by keeping and maintaining an up to date condition a register of the members of the Association and their postal or residential addresses.
- (c) The Secretary must cause the name of a person to be deleted from the register of members in the following cases:
 - i. death of the member;

- ii. receipt by the Secretary or another Committee member of a notice in writing from a member of his or her resignation from the Association. Such person remains liable to pay to the Association the amount of any subscription due and payable by that person to the Association but unpaid at the date of termination;
 - iii. non-payment by a member of his or her subscription within three months of the date fixed by the Committee for subscriptions to be paid, unless the Committee decides otherwise; or
 - iv. termination of membership of a member in case of violating the Coptic Orthodox Church cannons and laws.
- (d) Members who are turning 18 years and above during the year of the election are eligible to vote for the committee election and constitution amendments.
 - (e) Members who are turning 30 years and above during the year of the election are eligible to nominate themselves or to be nominated as prospective committee members prior to the election.
 - (f) Non-Financial members or members who are less than 18 years of age have the right to observe in meetings but not to vote.
 - (g) Termination of Membership shall be in writing, by the Committee without being obliged of giving any reasons.
 - (h) A member who is terminated, if he or she wishes to appeal against that termination, give notice to the Secretary of his or her intention to do so within the period of 14 days.
 - (i) When notice is given to the Secretary, the Secretary is to forward the appeal to the Mother Church hierarchy.

7. OFFICE BEARERS AND COMMITTEE MEMBERS

The following rules apply to the members of the Committee except for the President

- (a) All Committee Members must satisfy the financial membership requirements in accordance with the rules in the “**Financial Membership**” section.
- (b) Committee Members shall be elected at an Annual general meeting or a Special General Meeting by ballot every four years.
- (c) No Committee Member shall serve on the Committee for more than two consecutive periods of four years
- (d) The President shall be a member of the Committee and in addition to the President, the Committee shall consist of no less than five elected members and no more than seven elected members.
- (e) In addition to the elected members the Youth Coordinator, Ladies Coordinator and Sunday School Super Intendant are automatically appointed to The Committee.
- (f) In the first Committee Meeting after elections, the Committee shall elect in secret ballot the following Office Bearers from the elected members:
 - i. The Honorary Treasurer, and ii. The Honorary Secretary, pending their acceptance. If either do not accept the position, the candidate with the next highest number of votes will assume the position.

The President, the Honorary Treasurer and the Honorary Sectary are the Office Bearers and also form the Executive Committee.

- (g) No paid employee of the Church shall be a member of The Committee.

8. MANAGEMENT AND POWERS

- (a) The Committee may, when it considers it necessary, seek the help and opinion of any number of consultants.
- (b) The business and affairs of the Church shall be under the management of the Committee which shall hold periodical meetings as often as deemed necessary but not less than ten meetings a year.
- (c) The Committee shall have the power:
 - i. Of the management of the administrative affairs of the Church and may do all such things and exercise all such powers as are within the aims and objects of the Church.
 - ii. Of the appointment of individual sub-committee(s) for any special purpose, subject to two-thirds majority vote at a quorum of the Committee meeting. iii. To appoint, train and/or employ staff necessary to carry on the objects of the Church and to end, dismiss or suspend any appointment or employment.
 - iv. To borrow or raise upon loan any sum or sums of money and for the purpose of securing repayment thereof to execute or give any mortgages, charges, bonds or other securities over all or any of the property of the Church as may be deemed necessary and to liquidate, redeem or pay off such obligations and securities or any of them.
 - v. To print and publish any newsletters, periodicals, books, videos or material on the internet or any other media that the Church may think desirable for the promotion of Church purposes.
 - vi. To enter into arrangements with Government or an authority that is incidental or conducive to the attainment of the purpose and the exercise of the powers of the Association.

9. VACATION OF A POSITION IN THE COMMITTEE

The position of a member of the committee shall become vacant:

- (a) if the committee member dies.
- (b) If the committee member resigns their position by notice in writing to the Committee and the Committee has accepted their resignation.
- (c) If the committee member is, absent for more than three consecutive meetings without an acceptable explanation to the Committee.
- (d) If the committee member ceases to be a member of the Church.
- (e) Upon a resolution being passed by, two--thirds majority of members present at a properly constituted General Meeting specially held for removing the committee member from their position.

10. ACCOUNTS

- (a) The Church's various accounts shall be kept in a Financial Institution agreed upon by the Committee. The Committee may open cheque accounts to facilitate its operations.
- (b) The authorised signatories are the President, the Honorary Treasurer and the Honorary Secretary.

- (c) Any financial transaction must be authorised by any two of the signatories.
- (d) The Committee may delegate and authorise a member of the Committee to become an authorised signatory in case of the absence of any one of the three authorised signatories for a period of more than two weeks.
- (e) An official receipt is to be issued for all monetary donations received except for donations collected from donation boxes, in which case a record of the amount shall be recorded.
- (f) All monetary donations received are to be banked in the Church's account as promptly as possible.
- (g) The Committee shall be responsible to an up-to-date account recording of all receipts and payments.
- (h) The financial year of the Church shall be closed annually at the end of June.

11. MINUTES BOOK

- (a) The Honorary Secretary shall keep minutes proceedings at all Committee meetings and all general Meeting.
- (b) The Committee shall issue circulars to Committee Members giving particulars of all functions, notices and discussions of the meetings or of any other matter, which in the opinion of the Committee should be brought to the attention of members.
- (c) Meeting minutes shall be read in the following meeting and agreed upon by a majority with no valid objection, the minutes then have to be moved and seconded by two members. In case of a valid objection, the matter has to be resolved by voting of a valid quorum.

12. ANNUAL AND SPECIAL GENERAL MEETINGS

A Chairman of the Annual or Special General Meeting shall be appointed by the Committee to facilitate the meeting.

The Annual General Meeting of the Church shall be held within three months after the 30th of June in each year.

- (a) Purpose of the Meeting
 - i. To receive the Committee's Annual Report.
 - ii. To receive the Honorary Treasurer's Financial Annual Report and Balance Sheet.
 - iii. To receive the Honorary Secretary's Report.
 - iv. To elect the Committee Members every four years.
 - v. To appoint an independent Honorary Auditor.
 - vi. To consider and if necessary, taking any action with reference to any business or motion received in writing by the Committee by at least two weeks before the General Meeting.
- (b) Notice of the Annual or Special General Meeting and of business to be transacted thereat shall be sent to all members not less than twenty one (21) days prior the meeting,

specifying the place, day and hour of the meeting and the agenda of business to be dealt with at that meeting.

- (c) At any Annual General Meeting or Special General Meeting, the Chairman may declare a resolution carried or lost on a show of hands, unless 10 % of members demand a ballot.
- (d) Two-thirds of members may call for a special General Meeting by giving twenty one (21) days' notice in writing to the Honorary Secretary setting out required resolution and the reasons thereof. As a result of any such request, the Committee shall call a Special General Meeting to be held within twenty one (21) days of the notice calling such meeting.

13. AUDITORS

(a) The Auditor shall at all times have access to all books of accounts, documents, vouchers and also the properties owned by the Church under care of the Committee. The Auditor shall furnish full particulars of such properties and their condition.

14. QUORUM

14.1. Committee Meetings

A Quorum of a Committee Meeting shall be formed from at least 2 of the Office Bearers and at least 50 percent of the remaining members.

14.2. Annual and Special General Meetings

A Quorum at an Annual or Special General Meeting shall be formed from two-thirds of the current Financial Members for the last twelve (12) months.

14.3. Adjourned Meetings

- (a) Should within half an hour after the time set down for the meeting to commence, a quorum be not present, then the meeting shall be adjourned to a place and to a time within one month of the date of such meeting, to be determined thereat.
- (b) If at such adjourned meeting a quorum not be present, then those members attending shall be deemed to be a quorum provided the number of such members is not less than
 - i. For a Committee Meeting, at least 2 of the Office Bearers and at least 25 percent of the rest of the committee including at least one elected member.
 - ii. For an Annual or a Special General Meeting, ten (10) Financial Members.

15. MEETING PROCEDURE

- (a) For the Committee meetings, the President or his delegate shall take the Chair and, in his absence, the Honorary Secretary or his delegate shall chair the meeting.

- (b) At all meetings of the Association, the Committee or Special General Meetings, each member shall have a vote.
- (c) A secret ballot shall be taken, if necessary in such a manner as directed by the Chairman of the meeting, or by more than 10% of the quorum.
- (d) Every General Meeting shall have the power to adjourn to a future day to finish discussion of the agenda of the meeting, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place, and it shall not be necessary to give notice of an adjourned meeting or of the business to be transacted.
- (e) The Committee shall fill any vacancy occurring in their number by direct appointment from Financial Members. The new appointed member shall hold this position until the first Annual General Meeting or Any Special General Meeting after his appointment. His position shall be available for ballot election in the same meeting.

16. RECOMMENDATIONS AND GRIEVANCES

The object of the Church being to further in every way the welfare of its members, it is incumbent upon any member having a recommendation or grievance to bring such to the notice of the Honorary Secretary in writing or in person.

The Honorary Secretary must submit all such communications to the Committee for consideration at the next Committee Meeting.

17. ALTERATION OF THE CONSTITUTION

- (a) Any amendments made to the constitution must be passed by a majority of three quarters of the quorum present and entitled to vote, at a Special General Meeting after twenty one days', notice to hold such a meeting to propose any alternation, deletion or addition shall have been given by the Honorary Secretary to every member.
- (b) The Honorary Secretary shall notify through a notice to all financial members to propose alterations to the constitution 21 days before the meeting.
- (c) Any member desiring the adoption of a new rule or the repeal of amendment of an existing rule, shall give the Honorary Secretary a notice of his desire to propose a motion accordingly at an Annual or a Special General. The Honorary Secretary shall include the motion at the next General Meeting provided that the motion has been received by at least forty-two (42) days before the meeting.
- (d) Any Constitution amendments or regulations shall be notified to members at least seven days prior they shall come into operation.

18. FINANCIAL YEAR

The financial year of the Church shall commence on the 1st of July and concludes on the 30th of June of each calendar year.

19. THE COMMON SEAL OF THE CHURCH

The common seal of the Church shall be in the custody of the Honorary Secretary and shall be used only by the authority of the Executive Committee and in the presence of two of the Office Bearers, who shall sign every document to which the seal is so affixed in their presence.

In case of the absence of the Honorary Secretary for more than twenty-days (28) days, he shall give the custody of the Common Seal temporarily to his delegate

20. REPRESENTATION/CORRESPONDENCE

- (a) It shall be the Honorary Secretary's duty to present all correspondence at the Committee Meetings.
- (b) All correspondence on Church letter heads should be approved and signed by any of the Executive Committee Members.
- (c) No members may represent the Church or use the name of the Church or correspond in the name of the Church unless authorised to do so by the Committee and only for the purpose authorised.
- (d) All external correspondence of the Committee or individuals appointed by the Committee shall be copied to the President and the Honorary Secretary.

21. DISSOLUTION

The Association shall be dissolved upon the vote of 85 % majority of the quorum in favour of the dissolution of members present and voting at a Special General Meeting convened to consider the dissolution of the Association

22. DISTRIBUTION OF SURPLUS PROPERTY ON WINDING UP OF THE ASSOCIATION

If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be transferred to any Western Australia incorporated charity that belongs to the Coptic Orthodox Church, Diocese of Melbourne and Affiliated Regions or any hierarchical authority in the Coptic Orthodox Church that is in charge of The Coptic Orthodox Church of Western Australia Incorporated at that time. This shall be determined by resolution of the members when authorising and directing the Committee under section 33 (3) of the Act to prepare a distribution plan for the distribution of the surplus property of the Association. No surplus property of the Association shall be distributed among the members of former members of the Association

23. REGISTTRATION

The Committee shall cause the Association to be registered under the provisions of the "Associations Incorporation Act 1987", or as applicable at the time of registration. The necessary fees and dues shall be paid by the association.