

CONSUMER AFFAIRS VICTORIA

**ASSOCIATIONS
INCORPORATION
ACT (1981)**

Incorporating amendments as at 8 April 2009

VICTORY GRACE CHURCH OF AUSTRALIA INC

Schedule 4

MODEL RULES*

For an

**INCORPORATED
ASSOCIATION**

Victory Grace Church (VGCAI) OBJECTIVE

Our objectives are to improve the quality of life and providing high quality learning experiences to our community through a range of projects advancing education, advancing religion, advancing societal and public welfare and promote charitable purpose for the benefit of our community.

BY GOD GRACE

SCHEDULE 4

REGULATION 18

1 Name **VICTORY GRACE CHURCH OF AUSTRALIA INC.**

The name of the incorporated association is Victory Grace Church of Australia Inc (VGCAI), hereafter the “Church” (in these Rules called "the association").

2 Definitions

(1) In these Rules, unless the contrary intention appears—

Committee means the committee of management of the Church;

Financial year means the year ending on 30 June;

General meeting means a general meeting of members convened in accordance with rule 12;

Member means a member of the Church;

Ordinary member of the committee means a member of the committee who is not an officer of the Church under rule 21;

Regulations mean regulations under the Act;

Relevant documents have the same meaning as in the Act;

The Act means the **Association Incorporation Act 1981 incorporating amendments as at 8 April 2009**

(2) In these Rules, a reference to the Secretary of a Church is a reference—

(a) if a person holds office under these Rules as Secretary of the Church—to that person; and

(b) in any other case, to the public officer of the Church.

3 Alteration of the rules

These Rules and the statement of purposes of the Church must not be altered except in accordance with the Act.

4 Membership, entry fees and subscription

- (1) A person who applies and is approved for membership as provided in these Rules is eligible to be a member of the Church upon completing membership form under these Rules.
- (2) A person who is not a member of the Church at the time of the incorporation of the Church (or who was a member at that time but has ceased to be a member) must not be admitted to membership unless—
 - (a) he or she applies for membership in accordance with subrule (3); and
 - (b) the admission as a member is approved by the committee.
- (3) An application of a person for membership of the Church must—
 - (a) be made in writing in the form set out in Appendix 1; and
 - (b) be lodged with the Secretary of the Church.
- (4) As soon as practicable after the receipt of an application, the Secretary must refer the application to the committee.
- (5) The committee must determine whether to approve or reject the application.
- (6) If the committee approves an application for membership, the Secretary must, as soon as practicable—
 - (a) notify the applicant in writing of the approval for membership; and
- (7) The Secretary must, within 28 days after receipt of the amounts referred to in subrule (6), enter the applicant's name in the register of members.
- (8) An applicant for membership becomes a member and is entitled to exercise the rights of membership when his or her name is entered in the register of members.
- (9) If the committee rejects an application, the committee must, as soon as practicable, notify the applicant in writing that the application has been rejected.
- (10) A right, privilege, or obligation of a person by reason of membership of the Church —
 - (a) is not capable of being transferred or transmitted to another person; and
 - (b) terminates upon the cessation of membership whether by death or resignation or otherwise.

5 Register of members

- (1) The Secretary must keep and maintain a register of members containing—
 - (a) the name and address of each member; and
 - (b) the date on which each member's name was entered in the register.
- (2) The register is available for inspection free of charge by any member upon request.
- (3) A member may make a copy of entries in the register.

6 Ceasing membership

- (1) A member of the Church may resign from the Church by giving one month's notice in writing to the Secretary of his or her intention to resign.
- (2) After the expiry of the period referred to in subrule (1)—
 - (a) the member ceases to be a member; and
 - (b) the Secretary must record in the register of members the date on which the member ceased to be a member.

7 Discipline, suspension and expulsion of members

- (1) Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Church, the committee may by resolution—
 - (a) suspend that member from membership of the Church for a specified period; or
 - (b) expel that member from the Church; or
- (2) A resolution of the committee under subrule (1) does not take effect unless—
 - (a) at a meeting held in accordance with subrule (3), the committee confirms the resolution; and
 - (b) if the member exercises a right of appeal to the Church under this rule, the Church confirms the resolution in accordance with this rule.

- (3) A meeting of the committee to confirm or revoke a resolution passed under subrule (1) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with subrule (4).
- (4) For the purposes of giving notice in accordance with subrule (3), the Secretary must, as soon as practicable, cause to be given to the member a written notice—
 - (a) setting out the resolution of the committee and the grounds on which it is based; and
 - (b) stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that he or she may do one or both of the following—
 - (i) attend that meeting;
 - (ii) give to the committee before the date of that meeting a written statement seeking the revocation of the resolution; and
 - (e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Church in general meeting against the resolution.
- (5) At a meeting of the committee to confirm or revoke a resolution passed under subrule (1), the committee must—
 - (a) give the member, or his or her representative, an opportunity to be heard; and
 - (b) give due consideration to any written statement submitted by the member; and
 - (c) determine by resolution whether to confirm or to revoke the resolution.
- (6) If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Church in general meeting against the resolution.

- (7) If the Secretary receives a notice under subrule (6), he or she must notify the committee and the committee must convene a general meeting of the Church to be held within 21 days after the date on which the Secretary received the notice.
- (8) At a general meeting of the Church convened under subrule (7)—
- (a) no business other than the question of the appeal may be conducted; and
 - (b) the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
 - (c) the member, or his or her representative, must be given an opportunity to be heard; and
 - (d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (9) A resolution is confirmed if, at the general meeting, not less than two-thirds of the members vote in person, or by proxy, in favour of the resolution. In any other case, the resolution is revoked.

8 Disputes and mediation

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between—
- (a) a member and another member; or
 - (b) a member and the Church.
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- (4) The mediator must be—
- (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement—

- (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Church; or
 - (ii) in the case of a dispute between a member and the Church, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5) A member of the Church can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must—
 - (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

9 Annual general meetings

- (1) The committee may determine the date, time and place of the annual general meeting of the Church.
- (2) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- (3) The ordinary business of the annual general meeting shall be—
 - (a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and
 - (b) to receive from the committee reports upon the transactions of the Church during the last preceding financial year; and
 - (c) to elect officers of the Church and the ordinary members of the committee; and

(d) to receive and consider the statement submitted by the Church in accordance with section 30(3) of the Act.

(4) The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

10 Special general meetings

(1) In addition to the annual general meeting, any other general meetings may be held in the same year.

(2) All general meetings other than the annual general meeting are special general meetings.

(3) The committee may, whenever it thinks fit, convene a special general meeting of the Church.

(4) If, but for this subrule, more than 15 months would elapse between annual general meetings, the committee must convene a special general meeting before the expiration of that period.

(5) The committee must, on the request in writing of members representing not less than 5 per cent of the total number of members, convene a special general meeting of the Church.

(6) The request for a special general meeting must—

(a) state the objects of the meeting; and

(b) be signed by the members requesting the meeting; and

(c) be sent to the address of the Secretary.

(7) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.

(8) If a special general meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the Church to the persons incurring the expenses.

11 Special business

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting, is deemed to be special business.

12 Notice of general meetings

- (1) The Secretary of the Church, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of the Church, must cause to be sent to each member of the Church, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- (2) Notice may be sent—
 - (a) by prepaid post to the address appearing in the register of members; or
 - (b) if the member requests, by facsimile transmission or electronic transmission.
- (3) No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- (4) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next general meeting.

13 Quorum at general meetings

- (1) No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- (2) Five members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the conduct of the business of a general meeting.
- (3) If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present—

- (i) in the case of a meeting convened upon the request of members—the meeting must be dissolved; and
 - (ii) in any other case—the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than 3) shall be a quorum.

14 Presiding at general meetings

- (1) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each general meeting of the Church.
- (2) If the President and the Vice-President are absent from a general meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.

15 Adjournment of meetings

- (1) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 12.
- (4) Except as provided in subrule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

16 Voting at general meetings

- (1) Upon any question arising at a general meeting of the Church, a member has one vote only.
- (2) All votes must be given personally or by proxy.

- (3) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Church have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

17 Poll at general meetings

- (1) If at a meeting a poll on any question is demanded by not less than 3 members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

18 Manner of determining whether resolution carried

If a question arising at a general meeting of the Church is determined on a show of hands—

- (a) a declaration by the Chairperson that a resolution has been—
 - (i) carried; or
 - (ii) carried unanimously; or
 - (iii) carried by a particular majority; or
 - (iv) lost; and
- (b) an entry to that effect in the minute book of the Church —

is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

19 Proxies

- (1) Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy must be—
 - (a) for a meeting of the Church convened under rule 7(7), in the form set out in Appendix 2; or
 - (b) in any other case, in the form set out in Appendix 3.

20 Committee of management

- (1) The affairs of the Church shall be managed by the committee of management.
- (2) The committee—
 - (a) shall control and manage the business and affairs of the Church; and
 - (b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Church other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Church; and
 - (c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Church.
- (3) Subject to section 23 of the Act, the committee shall consist of—
 - (a) the officers of the Church; and
 - (b) two ordinary members—

each of whom shall be elected at the annual general meeting of the Church in each year.

21 Office holders

- (1) The officers of the Church shall be—
 - (a) a President;
 - (b) a Vice-President;
 - (c) a Treasurer; and
 - (d) a Secretary.
- (2) The provisions of rule 23, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in subrule (1).
- (3) Each officer of the Church shall hold office until the annual general meeting next after the date of his or her election but is eligible for re-election.
- (4) In the event of a casual vacancy in any office referred to in subrule (1), the committee may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.

22 Ordinary members of the committee

- (1) Subject to these Rules, each ordinary member of the committee shall hold office until the annual general meeting next after the date of election but is eligible for re-election.
- (2) In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint a member of the Church to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

23 Election of officers and ordinary committee members

- (1) Nominations of candidates for election as officers of the Church or as ordinary members of the committee must be—
 - (a) made in writing, signed by two members of the Church and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and

- (b) delivered to the Secretary of the Church not less than 7 days before the date fixed for the holding of the annual general meeting.
- (2) A candidate may only be nominated for one office, or as an ordinary member of the committee, prior to the annual general meeting.
- (3) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- (6) The ballot for the election of officers and ordinary members of the committee must be conducted at the annual general meeting in such manner as the committee may direct.

24 Vacancies

The office of an officer of the Church, or of an ordinary member of the committee, becomes vacant if the officer or member—

- (a) ceases to be a member of the Church; or
- (b) becomes an insolvent under administration within the meaning of the Corporations Act; or
- (c) resigns from office by notice in writing given to the Secretary.

25 Meetings of the committee

- (1) The committee must meet at least 3 times in each year at such place and such times as the committee may determine.
- (2) Special meetings of the committee may be convened by the President or by any 4 members of the committee.

26 Notice of committee meetings

- (1) Written notice of each committee meeting must be given to each member of the committee at least 2 business days before the date of the meeting.
- (2) Written notice must be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

27 Quorum for committee meetings

- (1) Any 4 members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.
- (2) No business may be conducted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present—
 - (i) in the case of a special meeting—the meeting lapses;
 - (ii) in any other case—the meeting shall stand adjourned to the same place and the same time and day in the following week.
- (4) The committee may act notwithstanding any vacancy on the committee.

28 Presiding at committee meetings

At meetings of the committee—

- (a) the President or, in the President's absence, the Vice-President presides; or
- (b) if the President and the Vice-President are absent, or are unable to preside, the members present must choose one of their number to preside.

29 Voting at committee meetings

- (1) Questions arising at a meeting of the committee, or at a meeting of any subcommittee appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- (2) Each member present at a meeting of the committee, or at a meeting of any subcommittee appointed by the committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

30 Removal of committee member

- (1) The Church in general meeting may, by resolution, remove any member of the committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.
- (2) A member who is the subject of a proposed resolution referred to in subrule (1) may make representations in writing to the Secretary or President of the Church (not exceeding a reasonable length) and may request that the representations be provided to the members of the Church.
- (3) The Secretary or the President may give a copy of the representations to each member of the Church or, if they are not so given, the member may require that they be read out at the meeting.

31 Minutes of meetings

The Secretary of the Church must keep minutes of the resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.

32 Funds - Management

- (1) The Treasurer of the Church must—
 - (a) collect and receive all moneys due to the Church from donation and other sources and make all payments authorised by the Church; and
 - (b) keep correct accounts and books showing the financial affairs of the Church with full details of all receipts and expenditure connected with the activities of the Church.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the committee.
- (3) The funds of the Church shall be derived from entrance fees, annual subscriptions, donations and such other sources as the committee determines.

- (4) Subject to any resolution passed by the Church in general meetings, the funds of the Church shall be used in pursuance of the objects of the Church in such manner as the Management Committee determines
- (5) Should the Church require to enter into transaction agreement with any party for the purpose of purchasing/acquiring property, the Management Committee have the authority to do so on behalf of the Church.
- (6) The assets and income of Church shall be applied solely in furtherance of its above mentioned objectives and no portion shall be distributed directly or indirectly to the members of the Church except as bona fide compensation for services rendered or expenses incurred on behalf of the Church.
- (7) In the event of Church being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another incorporated Church which has similar objectives and which has exemption from income tax.
- (8) Where it furthers the objects of Church to amalgamate with any one or more incorporated Church(s) having similar objectives, the other incorporated Church(s) must have rules prohibiting the distribution of its/their assets and income to members; and also must be exempted from income tax.

PUBLIC FUND

33 Operation of Public Fund

- (1) VGCAI may, and if granted endorsement as a tax deductible gift recipient shall establish a Public Fund for the purpose of receiving donations in order to carry out and administer the objectives of VGCAI as described in this constitution.
- (2) All gifts of money made to VGCAI as trustee of the Public Fund and all income received by VGCAI as trustee of the Public Fund as gifts or donations from any member of the public or from any other source are deposited to VGCAI Bank Account with clear documentation stating as Public Fund and the source.
- (3) All gifts or donations of a non-monetary nature or type must be specifically identified on a gift register book of VGCAI.
- (4) A receipt must be given by VGCAI as trustee of the Public Fund to the donor of all gifts or donations, whether of a monetary or non-monetary nature. The receipt must show the following items:
 - (i) Name of VGCAI ;

- (ii) Australian Business Number of the Church;
 - (iii) If the gift or donation is of a monetary nature, the amount of money received;
 - (iv) If the gift or donation is of a non-monetary nature, a full and accurate description of the item or items the subject of the gift or donation; and
 - (v) A statement that the receipt is for a gift
- (5) The funds standing to the credit of the Public Fund Account must be used solely in pursuance of the purposes of the Public Fund. Detailed records are to be maintained of all amounts debited to the Public Fund Account.
- (6) All income and property received by VGCAI from all sources other than from gifts or donations from the public or from any other source such as government grants, funds from sponsors, proceeds of raffles, fundraising activities and the like are to be credited to such other accounts in the books of account of VGCAI and under no circumstances shall any such income be credited to the Public Fund Account.

NOT FOR PROFIT CLAUSE

- 34** The assets and income of the Church must be applied exclusively to the promotion of the objectives of the Church as set forth in this constitution; and no portion shall be paid or distributed directly or indirectly by way of dividend, bonus or otherwise, how so ever by way of profit to members of the Church.

DISTRIBUTION OF PROPERTY ON REVOCATION OF ENDORSEMENT

- 35** Where on the withdrawal or revocation of any endorsement given by the Commission of Taxation of VGCAI 's status as a tax deductible gift recipient under Sub-Division 30-B of the Tax Act, any surplus assets or property of the Public Fund shall not form part of VGCAI 's assets or property but must be given or transferred to such institution or company which has all of the following features:
- (1) it has been approved under Sub-Division 30-B of Tax Act as a body which may receive donations of money and/or property with such donations being deductible from the taxable income of the donor; and
 - (2) it has similar objectives;
 - (3) it is an institution or body which prohibits the distribution of income, profits or assets to its members; and
 - (4) it has gained approval to be recognised as a body whose income is exempt from taxation. Such institution or company will be determined by the members of VGCAI within three months of VGCAI's receipt of formal written notification from the

Commissioner of the withdrawal or revocation of endorsement. Failing such a determination, the institution or company shall be determined by application to the Supreme Court of Victoria.

ALTERATION OF OBJECTIVES AND RULES

- 36** The statement of objectives and these rules may be altered, amended, rescinded or added to only by the resolution in favour by three-quarters of members or three-quarters of executive members.

37 Seal

- (1) The common seal of the Church must be kept in the custody of the Secretary.
- (2) The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of two members of the committee or, of one member of the committee and of the public officer of the Church.

38 Notice to members

Except for the requirement in rule 12, any notice that is required to be given to a member, by or on behalf of the Church, under these Rules may be given by—

- (a) delivering the notice to the member personally; or
- (b) sending it by prepaid post addressed to the member at that member's address shown in the register of members; or
- (c) facsimile transmission, if the member has requested that the notice be given to him or her in this manner; or
- (d) electronic transmission, if the member has requested that the notice be given to him or her in this manner.

39 Winding up

Where on the winding up of VGCAI or dissolution of VGCAI, there is a surplus of assets after satisfying all VGCAI's liabilities and expenses, the surplus will not be paid or distributed to the members of VGCAI but will be given or transferred to such other institution or company having similar objectives, an institution or body and which prohibits the distribution of income, profit or assets to its members and which has gained approval from the Deputy Commissioner of Taxation to be recognised as a

body whose income is exempt from taxation. Such institution or company will be determined by the members of VGCAI on or before time of such winding up or discussion, failing such determination the institution or company shall be determined by application to the Supreme Court of Victoria.

39(A) Surplus asset on winding up or revocation of deductibility

If the organisation is wound up or its endorsement as a deductible gift recipient is revoked (whichever occurs first), any surplus of the following assets shall be transferred to another organisation to which income tax deductible gifts can be made:

1. Gifts of money or property for the principal purpose of the organisation
2. Contributions made in relation to an eligible fundraising event held for the principal purpose of the organisation and
3. Money received by the organisation because of such gifts and contributions.

40 Custody and inspection of books and records

- (1) Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Church.
 - (2) All accounts, books, securities and any other relevant documents of the Church must be available for inspection free of charge by any member upon request.
 - (3) A member may make a copy of any accounts, books, securities and any other relevant documents of the Church.
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The Victory Grace Church of Australia Inc devotes its resources to charitable activities with the following aims and objectives:

1. Advancing Religion

1. Introduction

The Victory Grace Church of Australia Inc (VGCAI) is an autonomous local church body of individual believers that come together, in Christian love, to partner in serving God and the community. The individual believers voluntarily work together for the purpose of spreading the Gospel, meeting needs in the families, community and building up the church. There is a respect and responsiveness to leadership in the church but each individual has an individual responsibility for his/her relationship with God. VGC is affiliated with the "ACC MOVEMENT". This cooperative fellowship of churches is based on "Voluntary Cooperative Fellowship" describes the principles of relationship that provide cohesion and structure for the Movement. It is relevant to the relationship of individuals to a local church and the relationship of local churches to the Movement. The VICTORY GRACE CHURCH accepts the United Constitution, State By-Laws, Code of Conduct and Policies of the Movement and Agrees to function according to them.

2. Purpose

Inspired by Jesus Christ, VGCAI exists to bring back the hearts of the families unto the knowledge of the love of God.

3. Vision Statement

Our vision is to minister deliverance, healing, evangelism and teaching to the believers, (Mark 16:15-18, Matt 28:19).

4. Doctrinal Basis

The Holy Scriptures, known as the Bible, is the inspired Word of God and our all sufficient rule for faith and practice. These articles of faith of the Assemblies of God in Australia, grounded in these scriptures, are given as a basis for belief, fellowship and ministry "that we all preach the same thing" (I Corinthians 1:10). Let it be remembered, however, that this is not given as a summary of the complete revelation of biblical truth, only that it covers our present needs as to these fundamental doctrines.

4.1 The Eternal Godhead

We believe in the unity of the true and living God who is the eternal, self-existent one, who has revealed himself as one being in three persons - Father, Son and Holy Spirit, and who is the Creator and preserver of things visible and invisible (Genesis 1:1; Deuteronomy 6:4; Psalm 86:9-10; Isaiah 43:10-11; Matthew 28:19, Mark 12:29; John 1:1-3).

4.2 The Lord Jesus Christ

We believe in the Lord Jesus Christ, the second person of the triune Godhead, who was and is the eternal Son of God; that he became incarnate by the Holy Spirit and was born of the Virgin Mary. We believe in his sinless life, miraculous ministry, substitutionary atoning death, bodily resurrection, glorious ascension, and abiding intercession (Isaiah 7:14; Matthew 1:23; Luke 24:39; Acts 1:9; 2:22; 10:38; Romans 8:34; 1 Corinthians 15:4; 2 Corinthians 5:21; Ephesians 4:8-10; Hebrews 7:25-26; 9:12; 1 Peter 2:22).

4.3 The Holy Spirit

We believe in the Holy Spirit, the third person of the triune Godhead, who proceeds from the Father and the Son, and is ever present and active in the work of convicting and regenerating the sinner, and sanctifying and guiding the believer into all truth (John 14:26; 16:8-11; Romans 8:14; 1 Peter 1:2).

4.4 The Holy Scriptures

We believe in the verbal, plenary inspiration of the Holy Scriptures, namely the Old and New Testaments in their original writings. All scripture is given by inspiration of God, and is infallible, in-errantly revealing the will of God concerning us all in all things necessary to our salvation, and is absolutely supreme and sufficient in authority in all matters of faith and conduct. The Bible does not simply contain the Word of God, but is, in reality, the complete revelation and very Word of God, inspired by the Holy Spirit, so that whatever is not contained therein is not to be enjoined as an article of faith (Matthew 5:17-18; 24:35; John 4:39; 2 Timothy 3:16-17; 2 Peter 1:19-21).

4.5 The Devil

We believe in the personality of the devil ,who, by his influence, brought about the downfall of man, and now seeks to destroy the faith of every believer in the Lord Jesus Christ (Genesis 3: 1- 15; Matthew 4: 1- 11; Luke 4: 1-13; John 13:2; James 4:7; I Peter 5:8).

4.6 The Fall of Man

We believe that man was created by God by specific immediate act and in his image and likeness, morally upright and perfect, but fell by voluntary transgression. Consequently, all men are separated from original righteousness, being depraved and without spiritual life (Genesis 1 :26-31 ; 3:1 -7; Romans 5:12-21).

4.7 The Atonement

We believe that God's answer to man's in full state is in the death of his son, the Lord Jesus Christ, on the cross. Whose sufferings and shed blood have made full atonement for the sins of the whole world both original and actual, and that there is no other ground for salvation (2 Corinthians 5: 18-21 ; Galatians 1 :4; Ephesians 1 :7; Colossians 1 : 14; Hebrews 9:25-26; In Peter 1 :19-20).

4.8 salvation of Man

We believe that salvation is received through repentance toward God and faith in the Lord Jesus Christ. This experience is also known as the new birth and is an instantaneous and complete operation of the Holy Spirit whereby the believing sinner is regenerated, justified, and adopted into the family of God and becomes a new creation in Christ Jesus and heir of eternal life (Titus 2: 11; 3:5-7; I Peter 1:23; I John 5:1).

4.9 The Church

We believe that the church is the body of Christ, the habitation of God through the Spirit, with divine appointments for the fulfillment of its great commission. Each believer, born of the spirit, is an integral part of the general assembly and church of the first born whose names are written in heaven (Ephesians 1 :22-23; 2:22; Hebrews 12:23).

4.10 Water Baptism

We believe that baptism, by single immersion, in the name of the Father, and of the son, and of the Holy Spirit. is enjoined on all who have repented and have believed in Christian Savior and Lord,

and that it is symbolic of our identification with Christ in his death, burial and resurrection (Matthew 28: 19-20 ; Mark 16:1-6; Acts 1:47-48; 2:38-39; Romans 6:4-5; Colossians 2: 12).

4.11 The Lord's Supper

We believe that the Lord's Supper consisting of the elements of bread and the fruit of the vine, is the symbol expressing our having the divine nature of our Lord Jesus Christ (2 Peter 1: 4); a memorial of his sufferings and death (1 Corinthians 11: 26); and a prophecy of his second coming (1 Corinthians 11:26), and is enjoined on all believers "until He comes" (Matthew 26:26-28; Luke 22:15-20; Acts 20:7).

4.12 Sanctification

We believe that sanctification is an act of separation from that which is evil, and of dedication unto God. We believe it is the glorious provision for every believer in Christ to be made pure in heart and wholly sanctified, through the operation of the Holy Spirit, by the blood of Jesus and the Word of God (John 17: 15-19; Acts 15:8-9; Romans 12: 1-2; 1 Thessalonians 4 :3-4; 5:23-24; Hebrews 2: 11 ; 10:16- 19).

4.13 The Baptism in the Holy Spirit

We believe that the baptism in the Holy Spirit is the bestowing of the believer with power to be an effective witness for Christ. This experience is distinct from, and subsequent to, the new birth ; is received by faith, and is accompanied by the manifestation of speaking in tongues as the Spirit gives utterance, as the initial evidence (Luke 24:49; Acts 1:4-5, 8; 2: 1-4; 8:15-19; 11:14-17; 19:1-7).

4.14 Gifts of the Holy Spirit

We believe in the present day operation of the nine supernatural gifts of the Holy Spirit, as recorded in 1 Corinthians 12:8-10. We also believe in the ministry gifts of Christ, as recorded in Ephesians 4:11-13.

4.15 Divine Healing

In accordance with the teachings of the scriptures, we trust our heavenly Father to protect and heal our bodies from sickness and disease. We believe that divine healing for the body, as with all redemptive blessings of God, has been provided for us by the atoning death and victorious resurrection of our Lord Jesus Christ; it is the privilege of all believers and it is appropriated by faith

in our heavenly Father 's unfailing promises (Exodus 15:26; Psalms 103:3; Isaiah 53:4; Matthew 8:16-17; Mark 16:17-18; I Peter 2:24; James 5:14-15).

4.16 The Second Coming of Christ

We believe in the premillennial, imminent and personal return of our Lord Jesus Christ to gather his people to himself. Having this glorious hope and earnest expectation, we purify ourselves, even as he is pure, so that we may be ready to meet him when he comes. (John 14: 1-3; I Thessalonians 4:15-17; 2 Thessalonians 2:1; Titus 2: 13; James 5:7-8; 1 John 2:28;3:2-3).

4.17 The Millennium

We believe in the return of the Lord Jesus Christ to set up his millennial reign on this earth (Psalm 110: 1- 13; Daniel 7.22; Zechariah 14:5; Revelation 5:9-10; 20: 1 - 10).

4.18 The Punishment of the Wicked

We believe in the everlasting punishment of the wicked (in the sense of eternal torment) who willfully reject and despise the love of God manifested in the great sacrifice of his only Son on the cross for their salvation (Matthew 25:46; 13:49-50; Luke 12:47-48; Romans 6:23; 2 Thessalonians 1:8-9; Revelation 20: 11 -15). We believe that the devil and his angels and whoever is not found written in the book of life shall be consigned to everlasting punishment in the lake which burns with fire and brimstone, which is the second death (Revelation 19:20; 20: 10-15).

4.19 The New Heavens and the New Earth

"We, according to his promise, look for new heavens and a new earth in which righteousness dwells" (2 Peter 3: 13; Revelation on chapters 21 -22).

4.20 Creation

We believe that the heavens and earth and all original life forms, including humanity, were made by the specific immediate creative acts of God as described in the account of origins presented in Genesis, and that all biological changes which have occurred since creation are limited to variation in each species.

ARTICLE FIVE

MISSION STATEMENT: OUR MAP-WHAT WE SEEK TO ACHIEVE

Our mission is to elevate the name of Jesus Christ by all means, and to expand his influence worldwide by:

5.1 PREACHING the Gospel of Christ, boldly, publicly And through trusting God's Holy Spirit in convicting sinners' heart to surrender to Jesus and be saved. (1:4)

5.2 TRAINING and raising spiritual leaders that who are Holy spirit filled, well Equipped, and capable to train others.

5.3 PLANNING Biblical-based Churches, that are self-governing and interdependent and self-spreading and Holy Spirit led.

5.4 PROMOTING kingdom-minded and Christ-exalting Christian communities which Outwork the gift of the Holy Spirit, in performing miracles, wonders, and signs. (Corinthian 12: 12 and 14: 16: 17). Mission sub-statement (PTDH)

5.5. I to Preach to the lost world

5.5.2 To teach the believers

5.5.3 to Deliver and H

ARTICLE SIX

6. OUR VALUES: WHAT WE STAND FOR

6.1 GOSPEL-CENTRED

We show this value by:

1. Make sure that all our doctrine, Church practices, and organisational policies and procedures are biblically-based
2. Make sure that all our ministries, Church activities, and individuals' day-to-day passions are Deep Digging the Word-based

6.2 MULTIPLYING LEADERS

We show this value by:

- *Make sure that our leaders are well trained and equipped in order to train & equip a multiple new leaders.*

6.3 PLANTING CHURCH

We show this value by:

- *Make sure that our Churches are more autonomous and interdependent with the aim of reproducing new Churches.*

6.4 ADVANCING THE KINGDOM OF GOD

We show this value by:

- *Make sure that our missions work on a national and international basis with the aim of reaching out every nation before the 2nd coming of Christ Jesus.*
- *We express our principles and aims as a set of values, a vision statement and a mission statement.*

ARTICLE SEVEN

PRINCIPLE & OBJECTIVE

- *To create a prophetic anointed praise and worship mood and to enhance the congregation's faith builds kingdom-minded and Gospel-oriented believers. (I Corinthians 2: 16).*
- *To establish a solid, attracting, and embracing Christian culture Church as spiritual home for the believers as well as for "non-believers".*
- *To lead day-to-day ministries and act as an empowering point for choices making*
- *To help believer focus on what is important for spiritual growth*
- *To support the congregation to position itself in the unclutched and non-believers marketplace*
- *To train and equip church and non-church leaders for top level leadership*
- *To provide a framework for the strategy and the service plan*
- *To communicate a clear message to all stakeholders about \ that the Church stands for, what it aims to achieve and, in broad terms, how it will achieve this.*
- *To encourage mutual agape love, forgiveness, acceptance, respect. Togetherness, and care for one another inwardly and outwardly.*
- *To honor, respect, obey, and pray for both government and civil governing authorities according to the scripture.*
- *To provide Christian Education for all age groups, and to encourage professional development training for staff.*
- *To voluntarily cooperate with other autonomous churches, which are affiliated with the ACC Movement, or that hold a similar vision to ACC, with the aim of achieving the envisioned objectives.*

2. Promote Preventive Health Education

Victory Grace Church of Australia Inc recognize that preventative health is just as important as treating its symptoms and work to raise awareness of preventative health and work with community members and health care providers to promote the prevention of diseases in human beings and provide community education to raise awareness and promote good health by:

- Educating community members about lifestyle factors such as nutrition and exercise, good nutrition and regular exercise.*
- Providing the community with preventative health information services.*
- Providing community members with access to counseling, information & support programs.*

3. Family services

Victory Grace Church of Australia Inc work with families and community leaders in taking preventative measure to prevent problem facing families by:

- Providing parents, children, and youth with mentoring programs, workshops, and seminars on issues such conflict resolution*
- Settlement services for newly arrived migrants and refugees children and families to promote integration in to the community*
- Early childhood and parenting educational programs for parents to prevent family violence through the development of safe, stable and nurturing home environment and positive relationships between children and their parents and caregivers*
- Establish and coordinate women's support group working in partnership with other children and family support service providers to achieve the best possible outcome for all children and families*
- Provide sporting and recreational activities to engage children and families with other children and families in the community to connect and promote harmony and friendship*
- Community based support group to provide information and support services at home and at community centers in their neighborhoods to help children and parents building networks, reduce social isolation and strengthen families and community*
- Educational program on settlement and child safe to improve parent's knowledge of Australia laws and child protection and family violence*

- *Educational program for parents focusing on good parent skills including positive disciplining methods, cultural oral storytelling, access to support and services based on their needs*

4. Children programs and activities

Victory Grace Church of Australia Inc work with families and community leaders in taking preventative measure to prevent problem facing the children by:

- *Providing crisis counseling and support program.*
- *Operating a supervised youth activities that provides structured programs.*
- *Operating excursion and sporting activities including annual soccer tournaments.*
- *Providing mentoring and coaching programs life-skills learning programs.*

5. Assisting the elderly and aged member of the community

Victory Grace Church of Australia Inc provide support and assistance to weak and elderly member of the Australian Sudanese Community members by:

- *Relieving from isolation and loneliness by providing where aged member of our communities gather and supported and assisted.*
- *Providing regular visit to check upon on the aged and vulnerable member of the community*
- *Relieving conditions associated with the aged by providing personal care, housekeeping, shopping, walking, medication and transportation to medical appointments,.*

6. Providing community amenities and Prayer center

- *To provide a public amenity by establishing, administering, and maintaining multi-use community centers including educational and worshiping centers.*
- *Provide religious classes and prayers in various language of the community*

7. Preserving cultural heritage, language and tradition

- *To promote, preserve cultural, heritage, tradition and language by educating youth and children about our cultures and traditions.*
- *Settlement services for newly arrived migrants and refugees children and families to promote integration in to the community*
- *Educational programs for children families at various municipalities to preserve out ties, promoting and maintain our heritage, culture, language and identity and share with other communities within the framework of multiculturalism and promoting mutual understanding and respect*

8. Sources of resources

The main sources of income of Victory Grace Church of Australia Inc are donations from the Australian Sudanese Community members, wider member of the community and fund raising programs and activities. Victory Grace Church of Australia Inc has acquired its owned services headquarter at leatherwood drive hoppers crossing this was made possible from generous donations of member of the Australian Sudanese community and wider public.

9. Service delivery centers

Victory Grace Church of Australia Inc also delivery its charitable services from various community centers including North Melbourne community center, Flemington community center, Kensington community centre, Springvale community center, Footscray primary school, Richmond community centre and Tarneit community center. We aim to expand our centers and extend our programs and activities to reach the wider community.

APPENDIX 1

APPLICATION FOR MEMBERSHIP OF (NAME OF THE CHURCH)

I, _____ of _____ desire to become a
(*Name and occupation*) (*Address*)

Member of _____
(*Name of Church*)

In the event of my admission as a member, I agree to be bound by the rules of the Church for the time being in force.

Signature of Applicant

Date

I, _____, a member of the Church,
(*Name*)

Nominate the applicant, who is personally known to me, for membership of the Church.

Signature of Proposer

Date

I, _____, a member of the Church, second
(*Name*)

The nomination of the applicant, who is personally known to me, for membership of the Church.

Signature of Seconder

Date

**FORM OF APPOINTMENT OF PROXY FOR MEETING OF CHURCH CONVENED UNDER
RULE 7(7)**

(Name)

(*Address*)

(Name of Incorporated Church)

(Name of proxy holder)

(Address of proxy holder)

(Date of meeting)

I authorise my proxy to vote on my behalf at their discretion in respect of the following resolution: *[insert details of resolution passed under rule 7(1)]*

Date _____

APPENDIX 3

FORM OF APPOINTMENT OF PROXY

I,
(Name)

of
(address)

Being a member of
(Name of Incorporated Church)

Appoint
(Name of proxy holder)

of
(Address of proxy holder)

Being a member of that Incorporated Church, as my proxy to vote on my behalf at the *annual/*special general meeting of the Church to be held on—

(Date of meeting)

And at any adjournment of that meeting.

My proxy is authorised to vote *in favour of/*against the following resolution: *[insert details of resolution]*

Signed

Date

*Delete if not applicable
