



# **Nurses Christian Fellowship Australia**

## **CONSTITUTION**

**Constitution Adopted 23<sup>rd</sup> April 2017**

**Sydney, NSW, Australia**

# **Nurses Christian Fellowship Australia (NCFA) Constitution**

## **PREAMBLE**

Nurses Christian Fellowship Australia, which was founded as Nurses Christian Movement in 1913 is an independent, non-denominational, non-governmental, not for profit organisation originally comprised of autonomous State or Territory Branches. It exists now as Nurses Christian Fellowship Australia, a nationally administered Body representing all States and Territories. Through the Constitution, NCFA states its purpose and aims and describes its structure and governance.

For further guidance on the implementation of the articles, and detail of operational relationships, reference should be made to the By-Laws. The By-Laws are binding on the organisation except by unanimous agreement of the Board.

### **ARTICLE 1. NAME**

The full name of the organisation shall be Nurses Christian Fellowship Australia (NCFA).

### **ARTICLE 2. LOCATION**

The organisation shall have a national headquarters at such places designated by NCFA from time to time. Branches, groups or partnerships will be established by resolution of NCFA.

### **ARTICLE 3. DESCRIPTION**

NCFA is a member country of Nurses Christian Fellowship International. It is operated by nurses, and specialises in applying the Christian faith to nursing. It aims to connect nurses and midwives in all States and Territories of Australia who wish to serve Jesus Christ in nursing and contribute Christian values and principles to the nursing profession.

#### **ARTICLE 4. MISSION**

The mission of NCFA is to reach and teach nurses and midwives to become disciples of Jesus Christ in the nursing and midwifery professions; helping them to integrate their Christian faith with clinical practice, education and research.

#### **ARTICLE 5. AIMS**

The Aims of NCFA are to:

1. Connect and promote collaboration between Christian nurses and midwives in all States and Territories of Australia.
2. Encourage Christian nurses and midwives to reach out to colleagues to demonstrate Gods love and grace, help them to recognise Jesus Christ as Saviour and Lord, and invite him into their lives
3. Help Christian nurses, midwives and students to live out their faith in competent, compassionate professional practice.
4. Deepen the spiritual life of nurses, midwives and students, and assist them to integrate Biblical principles and Christ-centered values with clinical practice, leadership, education and research
5. Equip and encourage nursing and midwifery leaders to be change agents for nursing by promoting Christian values and principles that impact the development of the profession.
6. Support the regional and international ministry of Nurses Christian Fellowship International.

#### **ARTICLE 6 CORE VALUES**

NCFA's core values are found in the Biblical principles, which apply to professional practice God's promises and the truth of Scripture. (2 Timothy 3:16-17),

## **ARTICLE 7. STATEMENT OF BELIEF**

We believe:

1. The Bible is the inspired word of God and the ultimate authority for faith and conduct.
2. In One Creator God expressed in three persons, Father, Son and Holy Spirit.
3. That humankind was created perfect but through their disobedience to God became corrupt and need the renewing work of the Holy Spirit.
4. That God, in love for humankind, determined that Jesus Christ should take on human nature and die a substitutionary death for the forgiveness of sins.
5. That the Lord Jesus was raised bodily from the dead and now sits at the right hand of the Father.
6. That a person is made right before God on the basis of God's undeserved and unearned love through personal faith in Jesus Christ alone.
7. That the Holy Spirit lives in all believers, enabling them to understand and apply the Scriptures, and empowering them for godly living, service, and witness.
8. That the Lord Jesus Christ will return; and that those who are right before God through the sacrifice of Christ and the forgiveness of sins will enter into God's kingdom, and those who have failed to respond positively to the grace of God will enter into eternal separation from God.

## **ARTICLE 8. MEMBERSHIP**

### **1. Application for membership**

This shall be open to any person, graduate or undergraduate of a nursing or midwifery course at a university or tertiary institution who has declared acceptance of Jesus Christ as personal Saviour and Lord and declared an intention to devote his or her life to his service.

### **2. Cessation of membership**

A person shall cease to be a member on any one or more of the following grounds:

- (a) They tender their resignation in writing or become ineligible for membership as set out in Article 8.

- (b) The failure to affirm their agreement with the statement of belief or their commitment to Jesus Christ as and when requested by the NCFA Board.
- (c) As a disciplinary measure on a vote of not less than two-thirds of the members of the NCFA Board.

#### **ARTICLE 9. AFFILIATES:**

Any person who has an interest in NCFA aims and its programs may become an Affiliate upon making a formal application, but Affiliates do not have voting rights.

#### **ARTICLE 10. PARTNER ORGANISATIONS**

- (a) NCFA by a majority vote may partner with other Christian organizations whose aims, and purposes are compatible with NCFA. Partnership is defined as an arrangement where organizations agree to cooperate to advance their mutual interests.
- (b) Partnership is entered into and established by a Memorandum of Understanding (MOU) for the mutual benefit of both organisations.
- (c) Partners must be in agreement with the NCFA Statement of Belief.
- (d) Partner organizations are not members of NCFA, and do not have rights, privileges of, or obligations to NCFA.

#### **ARTICLE 11. THE NCFA BOARD**

- (a) The Fellowship shall conduct its business through a Board, which shall consist of least 10 and not more than 20 persons. At least one half of its members will be practicing nurses or midwives.
- (b) Elections to the Board shall take place at an Annual General Meeting of the Fellowship and those elected shall hold office for an agreed term. At the end of that term Board members shall retire, but will be eligible for re-election.
- (c) Any person fulfilling the membership requirements may be nominated for election to the Board. Nurses and midwives must be members of NCFA at the time of nomination. Non-nurses/midwives will be deemed members of the NCFA while they remain Board Members.
- (d) Nominations shall be in accordance with the following regulations:

- (i) The nomination shall be in writing and the form shall be signed by any two members of the Board as nominators, and also the nominee.
  - (ii) The nominee shall declare in writing his or her agreement with the Statement of Belief and with this constitution.
  - (iii) The nomination form and declaration shall be forwarded to reach the Secretary at least 14 days prior to the date fixed for the Annual General Meeting.
- (e) Proxy voting by NCFA members may take place by way of a form, supplied by the secretary, on which the member clearly states their intention on a specific motion, and signs the form and submits it to the secretary prior to commencement of the AGM.
- (f) Where nominations do not exceed vacancies, the poll shall not be automatically declared without a vote of members.

## **ARTICLE 12. FUNCTION AND POWERS OF THE NCFA BOARD**

1. It shall be the function of the Board to have the general oversight of the work and to fulfill the aims of NCFA.
2. It shall have the responsibility for extending the ministry of NCFA, and the power to co-opt other persons as needed provided they would be eligible under the terms of Article 8.
3. On the decision of the Board, staff may be ex-officio members of the Board with or without the power to vote.
4. It shall have power to fill casual vacancies.
5. It shall appoint officers, as necessary, and in accordance with government requirements for not for profit organisations and charities.
6. It shall take steps necessary for securing funds for the carrying out of the aims of NCFA, and shall have power to disburse the same at its discretion and shall present an audited statement of receipts and expenditure annually.
7. Keep and publish the accounts of NCFA and arrange for their audit and availability for inspection.
8. Employ such persons as may be necessary and on such terms and at such salary, wages or other remuneration as may from time to time be required

9. As necessary frame and amend any By-Laws provided that they are not inconsistent with this Constitution. They become functional when approved unanimously by the NCFA Board.
10. The quorum for meetings shall be half of the members or where this does not result in a whole number then the nearest whole number above one half
11. The Chairman shall have a casting vote as well as a deliberative vote. All matters at all meetings will be determined by a majority vote except in cases specified otherwise in this Constitution.
12. Meetings shall be held at least nine times per year, convened by the Secretary, and chaired by the President unless they nominate a substitute Chair.
13. A Minutes Secretary may be appointed or employed by NCFA to record and circulate Minutes of regular Board meetings and the General Meeting
14. Special meetings shall be convened by the President on the written request of any three members of the Board.
15. It shall have power to appoint an Executive who shall have such powers as the Board confers.
16. The Executive oversees all details related to NCFA employees.
17. From time to time the Board may establish ad hoc working groups or ongoing teams to assist with the exercise of its functions. In establishing the above, the NCFA Board shall specify the Terms of Reference for that group.
18. Minutes of the Board and the Annual Report shall be sent to all NCFA members

### **ARTICLE 13 OFFICERS:**

The Officers shall consist of a President, Vice President, General Secretary and Treasurer to be elected by NCFA. The elected officers will hold office until the next General Meeting (held following their election to office). They will be eligible for re-election.

#### **ARTICLE 14. EXECUTIVE COMMITTEE:**

There shall be an Executive Committee that includes the President, Vice President, Treasurer and Secretary. The continuing members of the Executive Committee act notwithstanding any vacancy in their number. Any casual vacancy in the membership of the Executive Committee may be filled by the Executive Committee by appointing a member of the NCFA Board.

#### **ARTICLE 15. POWERS OF THE EXECUTIVE COMMITTEE:**

1. The Executive shall have such powers or responsibilities as vested in it by the Board
2. In between Board meetings the management of NCFA business may be vested in the Executive Committee to take such action as would be exercised by the Board in matters that are not decided at a Board Meeting.
3. The Board may request consultation on a matter of business by means of online meetings or email prior to action being taken. Otherwise decisions shall be ratified/reported at the next full meeting of the Board.
4. The Executive Committee will meet at such times and in such places, as it shall determine necessary.
5. The President, or in their absence, the Vice President, shall be the Chairperson of the Executive Committee, or the meeting will be postponed.

#### **ARTICLE 16 GENERAL MEETINGS:**

1. An NCFA General Meeting of members shall be held annually at such place as the Executive Committee shall appoint.
2. At least three month's written notice of a General Meeting must be given to each member specifying the place, date, and time of the meeting.
3. A draft agenda must be given to members at least 3 months in advance, and a final agenda one month in advance.

## **ARTICLE 17 PROCEEDINGS AT GENERAL MEETINGS:**

1. The business of a General Meeting shall be:
  - (a) To receive and consider the report of the NCFA Board on all the decisions made in the interval since the previous General Meeting.
  - (b) To receive and consider the statement of accounts.
  - (c) Following the election of the Board, to declare the President, Vice President, Secretary and Treasurer as the Executive Committee for the period until the next General Meeting.
  - (d) To appoint an auditor.
  - (e) To review the policy of the NCFA generally.
  - (f) To transact any other business necessary.
  - (g) An Extraordinary Meeting may be called for special business, giving at least one month's notice to members of NCFA
  
2. The President, or in their absence the Vice President, shall preside at all General Meetings of NCFA. In the absence of the President and Vice President, the meeting shall elect its own Chairperson from the members present. The Chairperson of the meeting will not have a deliberative vote, but in case of equality of votes will have a casting vote.
  
3. No member shall be permitted to move at a meeting any resolution not previously approved by the Executive Committee unless they have given at least one month's notice in writing to the Secretary and has included with the notice a copy of the resolution.
  
4. No business shall be conducted at a General Meeting unless a quorum of two thirds of the Board plus at least 10% of members is present in person or electronically. If a quorum is not present within 30 minutes of the commencement of business the Chairperson can adjourn the meeting to a time, date and place as determined by those present. If at the adjourned meeting the Chairperson is not available, a majority of the members present may then appoint a substitute Chairperson. If a quorum is not present, those members who are present will be a quorum and may transact the business for which the original meeting was called.
  
5. Every member present apart from the Chairperson may vote either on a show of hands or secret ballot. Proxy votes will be accepted up to one week ahead of the meeting. Each person shall have one vote.

6. Copies of the Minutes of NCFA General meetings shall be supplied to members after the meeting and a signed copy held in the master file.

## **ARTICLE 18. BRANCHES**

1. Branches may be established in any State or Territory by resolution of NCFA and according to their adherence to the Statement of Belief and membership requirements of NCFA.
2. A Branch may nominate one or more representatives for election to the NCFA Board.
3. Subject to these Articles a Branch shall manage its own affairs so long as:
  - (a) It is first approved by the NCFA Board.
  - (b) Embodies the Fundamental Principles of NCFA and contains nothing that is inconsistent with them
  - (c) The Branch would operate under the authority of NCFA.
  - (d) The leadership of a Branch shall consist of a local committee of at least five members. The members of the committee must have signed their agreement with the Statement of Belief and the Constitution and declared their acceptance of Jesus Christ as their personal Saviour and Lord.
  - (e) Meetings of the Committee shall be held and its business dealt with at such times as it shall determine but at least 6 times a year. It shall endeavor to raise sufficient funds to cover its own ministry but may seek help from NCFA.
  - (f) They may be eligible to receive financial assistance from NCFA, or partner with NCFA to develop and conduct courses or workshops consistent with the aims of NCFA.
  - (g) If NCFA is convinced after reasonable enquiry that an NCFA Branch has made default in the observance of any of the "fundamental principles", they shall give written notice to that State Branch regarding the default. If it is not remedied within 16 weeks NCFA has the power to dissolve that Branch upon a resolution by a majority vote of not less than three quarters of the members of the NCFA Board.

## **ARTICLE 19. NCFA GROUPS**

1. Groups may be established in any State or Territory and may use the name Nurses Christian Fellowship Australia in..... under the following conditions:
  - (a) their membership is open to all nurses, midwives, nursing and midwifery students.
  - (b) their leaders are members of NCFA.
  - (c) they send a written report of the group's activities to the Board quarterly
2. They may request assistance from NCFA, or partner with NCFA to conduct courses or workshops consistent with the aims of NCFA.

## **ARTICLE 20 AMENDMENTS TO THE CONSTITUTION**

1. Proposals for amendments to the constitution shall be sent in writing to the Secretary at least 16 weeks before a planned General meeting. The Secretary will forward copies of such proposals to the Board members for consideration.
2. No amendment to this Constitution shall be made except at a General Meeting and provided the resolution adopting such amendment(s) is passed unanimously.

## **ARTICLE 21 DISSOLUTION OF NURSES CHRISTIAN FELLOWSHIP AUSTRALIA**

A proposal for dissolution of NCFA shall be sent in writing to the Secretary at least 4 months before a planned General Meeting to the General Secretary shall forward copies to each NCFA member NCFA shall only be dissolved by resolution of a General Meeting when such resolution is passed unanimously.

If on dissolution of NCFA there remains after satisfaction of all its debts and liabilities any property or rights whatsoever, the same shall not be paid to or distributed among members of NCFA. These shall be transferred by the Executive Committee to NCF International and PACEA Regional Funds as determined by the NCFA Board

***This Constitution is registered with the Australian Charities and Not-For-Profit Commission (ACNC)***