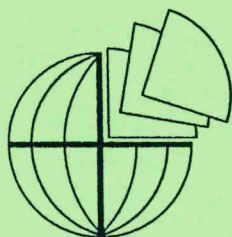


Satzung Constitution Statuts



Vereinte Evangelische Mission

Gemeinschaft von Kirchen in drei Erdteilen

United Evangelical Mission

Communion of Churches in three Continents

Mission Evangélique Unie

Communion d'Eglises dans trois Continents

**United Evangelical Mission (UEM)
Communion of Churches in three Continents**

Constitution

Article 1

Name and Registered Office

The "Rheinische Missionsgesellschaft", which obtained, by Cabinet Decree issued by King Friedrich Wilhelm III on 24th June 1829, the rights of an officially recognised Missionary Society, which, on the basis of these rights, has from that date onwards exercised the rights of a legal person, and which, following the dissolution of the "Bethelmission" Registered Association, whose aims and objectives it continues to pursue, has operated under the name "Vereinigte Evangelische Mission", shall as from 5 June 1996, operate under the name "*United Evangelical Mission. Communion of Churches in three Continents*". Its registered office shall be located in Wuppertal/Germany.

Article 2

Mandate and Tasks

- (1) The "*United Evangelical Mission. Communion of Churches in three Continents*" shall be based on the Holy Scriptures of the Old and New Testaments and shall serve the purpose of cooperation in mission.
- (2)(a) The "*United Evangelical Mission. Communion of Churches in three Continents*" shall operate within a network of churches established in Africa, Asia, Europe and wherever it is called to be.
 - (b) Together they shall proclaim Jesus Christ to be the Lord and Saviour of all people and shall meet the present-day missionary challenges.
 - (c) In a world torn apart, they commit themselves to remain members of the one Body of Christ, and therefore
 - grow together into a worshipping, learning and serving community,
 - share gifts, insights and responsibilities,
 - call all people to repentance and new life,
 - bear witness to the Kingdom of God in striving for justice, peace and the integrity of Creation.
- (3) The "*United Evangelical Mission. Communion of Churches in three Continents*" shall take part in the missionary responsibilities of those churches with which it is related, by

- providing opportunities for encounter and dialogue, for the sharing of experiences and for open discussion, and for collective reflection on the present-day task of the mission;
 - promoting the training, sending out and exchange of workers for missionary and diaconic service in the churches and in new areas of united mission;
 - encouraging sharing of gifts received, as well as providing financial support for the missionary, diaconal, humanitarian and social tasks of the individual churches and for common programmes of churches and of ecumenical organizations.
- (4) The *"United Evangelical Mission. Communion of Churches in three Continents"* shall perform its tasks on behalf of its Member Churches and their congregations and in co-operation with groups and individuals associated with them.

It shall also co-operate with organizations which are active in the field of ecumenical service and of church development aid, other ecumenical missionary associations and networks.

- (5) The *"United Evangelical Mission. Communion of Churches in three Continents"* shall pursue exclusively and directly purposes of public welfare and charitable and church-related purposes prescribed in the paragraph called 'Tax-Preferred Purposes' of the 'Regulations concerning Public Levies'."

Article 3

Membership

- (1) The members of the *"United Evangelical Mission. Communion of Churches in three Continents"* are those churches and institutions, which have ratified the Constitution, and are listed in the By-Laws.
- (2) Other churches may be granted membership of the *"United Evangelical Mission. Communion of Churches in three Continents"* by the General Assembly, if they
- have a minimum of 10 000 members;
 - agree to the mandate and tasks of the *"United Evangelical Mission. Communion of Churches in three Continents"*;
 - share in the work and responsibilities of the *"United Evangelical Mission. Communion of Churches in three Continents"*.
- (3) Termination of Membership:
- (a) Any church or institution wishing to leave the *"United Evangelical Mission - Communion of Churches in three Continents"* must inform the Council in writing at least nine months before the next Meeting of the Council.

- (b) Any church or institution may be excluded from membership if it acts contrary to the mandate and tasks of the *"United Evangelical Mission. Communion of Churches in three Continents"* or fails to carry out its duties.

Article 4

Organs

The organs of the *"United Evangelical Mission. Communion of Churches in three Continents"* shall be

1. the General Assembly,
2. the Council,
3. the Executive Committee.

Article 5

The General Assembly

- (1) (a) Each church shall appoint one to three delegates to the General Assembly for a four year term, depending on the size of its membership:

- Churches having fewer than 300.000 members and the v. Bodelschwingh Institution Bethel one delegate;
- Churches having between 300.000 and 1.5 million members shall appoint two delegates, one of whom shall be a woman;
- Churches having over 1.5 million members shall appoint three delegates, one of whom shall be a woman and one, if possible, a lay-person.

The re-appointment of a member for up to two additional terms is possible.

- (b) In addition, each Regional Assembly shall appoint four delegates to the General Assembly, two women and two youth.
- (c) A substitute shall be appointed for each delegate on the same category. Where a delegate in question is prevented from attending, the substitute shall take part in the General Assembly with full voting rights.
- (d) If a delegate to the General Assembly loses his/her credentials from his/her church, the substitute shall take his/her place. A new substitute is to be appointed.
- (2) (a) The General Assembly shall decide on the principles and the general guidelines which shall govern the work of the *"United Evangelical Mission. Communion of Churches in three Continents"*.
- (b) It shall decide on the admission and exclusion of member churches.

- (c) It shall receive and consider the Report of the Council, as well as the Reports of the Regional Assemblies.
 - (d) It shall decide on the financial priorities and on the financial planning for a four-year period including the list of Executive Staff positions.
 - (e) The General Assembly shall receive the annual accounts. It shall give honourable discharge to the Council.
 - (f) It shall assign the task of auditing the annual accounts to a certified Auditor.
 - (g) The General Assembly shall decide whether or not to dissolve the "*United Evangelical Mission. Communion of Churches in three Continents*" (Article 15).
 - (h) The General Assembly shall adopt any amendments to the Constitution.
- (3) (a) The General Assembly shall, acting on a proposal by the Regional Assemblies or by the Members of the General Assembly from the region concerned, elect for a four-year term 24 Persons to serve on the Council - i.e. eight from Africa, eight from Asia and eight from Germany. Members of the Council may be re-elected up to twice. The allocation of the seats shall be regulated in the By-Laws.
- (b) The General Assembly shall elect a substitute for each Member of the Council, who in the event of the Member in question being prevented from attending, shall take part in the meeting of the Council with full voting rights.
- (c) The General Assembly shall elect the Moderator from among the Members of the newly elected Council. His/her term of office shall terminate at the conclusion of the following General Assembly.
- (d) The General Assembly shall elect two Vice-Moderators from among the Members of the newly elected Council.
- (4) (a) The General Assembly shall meet every four years.
- (b) It shall be convened on the instruction of the Council by the Moderator, and be chaired by the latter. Delegates shall be invited to the meetings of the General Assembly by letter, to which the Agenda shall be attached. These invitations must be sent out at least three months prior to the date of the Meeting.
- (c) The General Assembly shall form a quorum when at least half of all those entitled to vote are present. If the General Assembly has no quorum, those entitled to vote and who are present may decide to convene immediately a new General Assembly, having the same Agenda, to start on the following day, provided that at least one-third of those entitled to vote are present. If this is not done, a new General Assembly, having the same Agenda shall be convened within a maximum period of six months. The General Assembly which has been reconvened in this way shall form a quorum regardless of the number of those present and entitled to vote.
- (d) If at least two-thirds of the Members of "*United Evangelical Mission. Communion of Churches in three Continents*" require an extraordinary General Assembly, the Moderator is obliged to convene it within a maximum period of twelve months.

- (e) Decisions shall be taken by a simple majority of votes cast, unless the Constitution provides otherwise. If votes are tied, no decision shall be adopted. Minutes shall be taken of every Meeting.
- (f) The General Assembly shall draw up its own Standing Orders.

Article 6

The Council

- (1) (a) The Board of Governors of the *"United Evangelical Mission. Communion of Churches in three Continents"* shall be the Council. It shall consist of the 24 Members elected by the General Assembly and the Director appointed by the Council.
- (b) The three full-time Regional Co-ordinators shall normally take part in the meetings in an advisory capacity. Members of the Executive Staff may also be invited to attend the meetings in an advisory capacity.
- (2) The Members of the Council shall take part, with voting rights, in the General Assembly. Each newly-elected Council shall assume office at the conclusion of the General Assembly.
- (3) If a member of the Council loses his/her credentials from his/her church the substitute shall take his/her place.
- (4) (a) The Council shall ensure that the principles and guidelines adopted by the General Assembly are carried out.
- (b) It shall report to the General Assembly and the Regional Assemblies on the work of the *"United Evangelical Mission. Communion of Churches in three Continents"*.
- (c) It shall determine the forms of co-operation with non-member churches.
- (d) It shall determine any new missionary objectives and other forms of co-operation outside the *"United Evangelical Mission. Communion of Churches in three Continents"*.
- (e) The Council shall decide on all financial matters and determine the budget, including the list of positions except the Executive Staff positions. In all financial matters the Council is to be advised by financial experts.
- (f) It shall appoint the Director for a period of eight years.
- (g) It shall appoint two Deputy-Directors from amongst the Executive Staff for the period of office of the Council.
- (h) It shall appoint the Regional Co-ordinators and other personnel in executive positions.
- (i) It shall appoint the Members of the Executive Committee from amongst its Members for the period of office of the Council.

- (k) The Council has the right to suspend the Membership of a particular Church for a period of time to be decided upon by it, if it acts contrary to the mandate and tasks of the *"United Evangelical Mission. Communion of Churches in three Continents"* or fails to carry out its duties. Such a suspension of a Church requires a majority of two-thirds of the members present. The final decision will be taken by the General Assembly.
- (5) (a) The Council shall meet once a year. The Members shall be invited to the Meeting by letter, to which the Agenda shall be attached, at least eight weeks prior to the date of the Meeting.
- (b) The Council shall form a quorum if at least half of the Members are present. Voting shall be by simple majority of the votes cast, unless the Constitution provides otherwise. In the event of a tied vote, no decision shall be adopted. Minutes shall be taken of every Meeting.
- (c) The Council must be convened immediately if a request to that effect has been tabled in writing by at least 14 of its Members.
- (d) The Council shall adopt its own Standing Orders.

Article 7

The Executive Committee

- (1) The Executive Committee shall consist of five members, i. e. one from each of the three Regions, the Moderator and the Director.
- (2) (a) The Executive Committee shall act on behalf of the Council when the latter does not meet.
- (b) It may delegate certain matters to the Executive Staff, to be established in accordance with the article 9 of this Constitution.
- (3) (a) The Executive Committee shall normally meet twice a year. The meetings shall be chaired by the Moderator.
- (b) Members shall be invited to the meeting by letter, to which the Agenda shall be attached, at least four weeks prior to the date of the Meetings. The Executive Committee must be convened immediately if a request to that effect is made by at least three of its Members.
- (c) The Executive Committee shall form a quorum if three of its Members are present. Voting shall be by a simple majority of the votes cast, unless the Constitution provides otherwise. In the event of a tied vote, no decision shall be adopted. Minutes shall be taken of every Meeting.
- (d) The Executive Committee shall adopt its own Standing Orders.

Article 8

The Regional Assemblies

- (1) Each Member Church in the regions of Africa, Asia and Germany shall be represented in the respective Regional Assembly. Each Regional Assembly shall serve for a four-year term.
- (2) (a) The purpose of the Regional Assemblies shall be to plan joint missionary work in the Regions. They shall establish the priorities to be observed in their activities for that Region in accordance with the principles and guidelines laid down by the General Assembly and the Council.
- (b) The Regional Assemblies promote and co-ordinate partnership relations including church district partnership connections among all member churches.
- (c) They shall receive and debate the Activity Report of the Regional Co-ordinator.
- (d) They shall draw up the list of needs of the Member Churches in the Region, and establish the priority areas among them.
- (e) They shall discuss the financial contributions to be made by the churches in the Region towards the general work of the *"United Evangelical Mission. Communion of Churches in three Continents"*.
- (f) The Regional Assemblies shall propose to the General Assembly those Members from the Region who are to be elected to the Council.
- (g) The Regional Assemblies shall elect a Chairperson from amongst their Members.
- (h) Each Regional Assembly shall appoint four delegates to the following General Assembly [cf. Article 5 (1)(b)].
- (3) For the purpose of regulating the details concerning the composition and special tasks of each Regional Assembly, each Region shall adopt its own rules. These rules must be compatible with the Constitution of the *"United Evangelical Mission. Communion of Churches in three Continents"*.

Special attention should be given to the participation of Church District Partnership Connections and South to South Relationship. Each region shall consider proper representation of partnership districts.
- (4) The Regional Members of the Council who are not the appointed delegates of the Regional Assembly shall take part in the Meetings of their Region in an advisory capacity.
- (5) The term of the Regional Assemblies shall start at the beginning of the third year of the session of the General Assembly.
- (6) The Regional Assemblies shall meet on at least one occasion between two General Assembly Meetings and shall be convened by the chair-persons of the Regional Assemblies.

Article 9

Administration of Business

- (1) The Council conducts its business with the assistance of the Executive Staff at the Office. The Council shall adopt standing orders concerning the tasks of the Executive Staff.
- (2) The Director shall co-ordinate the activities of the *"United Evangelical Mission. Communion of Churches in three Continents"*. Together with the Moderator he shall represent the *"United Evangelical Mission. Communion of Churches in three Continents"* with missionary societies, churches and communities, the world-wide Church and the general public.
- (3) The tasks of the Director, of other Members of the Executive Staff and of the Regional Co-ordinators shall be determined by the Council by means of Letters of Appointment and Instructions.
- (4) Where appropriate, the Council may establish Committees and assign certain activities to them. The Council may make Committee appointments of persons not serving on the Council.

Article 10

Representation at Law

- (1) The *"United Evangelical Mission. Communion of Churches in three Continents"* shall be represented, both at law and extra-judicially, by the Council. The latter shall assign this task to six Members of the Executive Staff. For the purpose of making statements which shall be legally binding on the *"United Evangelical Mission. Communion of Churches in three Continents"*, the signatures of two of the aforementioned Members shall suffice.
- (2) By way of authority for representation purposes, the persons referred to in Article 10(1) 2nd sentence, must be in possession of a certificate drawn up by the Chief Executive of the Regional Council in Düsseldorf on the basis of their appointment.

Article 11

Income and Expenditure

- (1) The income of the *"United Evangelical Mission. Communion of Churches in three Continents"* shall consist of voluntary donations given by individual members of congregations and groups of friends, of offerings, other collections and contributions from partnership circuits, congregations and their groupings, of contributions from all Member Churches and of the v. Bodelschwingh Institution Bethel, of interest payments, as well as gifts, legacies and inheritances and other similar contributions.
- (2) The funds of the *"United Evangelical Mission. Communion of Churches in three Continents"* may be expended only for such purposes as are consistent with the Constitution. The Council shall ensure that audits of the financial transactions and

of the funds are held at irregular intervals by a certified auditor unconnected with the "*United Evangelical Mission. Communion of Churches in three Continents*". This auditor shall also audit the annual accounts.

- (3) The individual Members of the organs of the "*United Evangelical Mission. Communion of Churches in three Continents*" shall not as such have any claims upon the property of the "*United Evangelical Mission. Communion of Churches in three Continents*", or any rights to a share in its income. In addition, no financial advantages whatsoever may accrue to any Member. Where Members are acting on behalf of the "*United Evangelical Mission. Communion of Churches in three Continents*" in accordance with instructions, they shall be entitled only to repayment of any expenditure incurred. The provision of appropriate remuneration for services rendered on the basis of contracts of employment or of specific individual contracts shall not be affected by this provision.
- (4) No person may obtain any special advantage through payments which are incompatible with the objectives of the "*United Evangelical Mission. Communion of Churches in three Continents*", or through disproportionately high remuneration.

Article 12

Assets

- (1) Usually any reserves must be invested in gilt-edged securities. This shall also apply to resources which are acquired through the disposal of land or other assets, through exceptional income or through the assignment of property rights.
- (2) All other monies must be invested in such a way as to bear interest with a reliable and credible financial institution, unless they are needed for day-to-day cash transactions.
- (3) Reserves may be expended for purposes other than those laid down only if the unanimous approval of the Council has been obtained.
- (4) Reserves may be expended only for those purposes for which they were constituted. The use of reserves shall require a decision on the part of the Council. Where a planned expenditure has been approved and it is necessary to make intermediate payments for irreversible financial commitments, it shall be possible to expend monies from the reserves on a temporary basis.
- (5) The Council may, by a unanimous decision, allow the expenditure of monies from the reserves for a different purpose, if the original purpose has disappeared or has become less urgent.

Article 13**Real estate**

- (1) Land owned by the "*United Evangelical Mission. Communion of Churches in three Continents*" must to the maximum extent possible be maintained in its original form. It may be disposed of or be made subject to land charges only where this is necessary or confers a considerable advantage. The resulting income shall be invested for the benefit of the specific fund in question.
- (2) Any disposal of or charges on land, as well as the vesting of preferential rights, shall require a unanimous decision on the part of the Council.
- (3) For the purpose of maintaining and repairing the buildings, a buildings and renovation reserve in an appropriate amount shall be constituted.

Article 14**Amendment of the Constitution**

- (1) Any decision on an amendment of the Constitution shall be made by the General Assembly. This shall require two-thirds of all those entitled to vote in the General Assembly. Any amendment must be officially proposed by a member of "*United Evangelical Mission. Communion of Churches in three Continents*" and submitted to the churches at least 6 months prior to the commencement of the General Assembly.
- (2) Any amendment of the Articles 12, 13 and 14 (2) of the Constitution shall require a unanimous decision by the General Assembly.

Article 15**Dissolution**

- (1) A decision to dissolve the "*United Evangelical Mission. Communion of Churches in three Continents*" shall require three quarters of all those entitled to vote in the General Assembly. The decision to dissolve the "*United Evangelical Mission. Communion of Churches in three Continents*" must also regulate the manner in which its assets are to be liquidated.
- (2) If the "*United Evangelical Mission. Communion of Churches in three Continents*" is dissolved, its assets shall be transferred to other missionary institutions or ecumenical organisations which pursue the same objectives described in this Constitution and whose activities are consistent with the objectives described in this Constitution and with the activities of the "*United Evangelical Mission. Communion of Churches in three Continents*".

Final provisions

- (1) This Constitution shall replace the Constitution of the "Vereinigte Evangelische Mission" as adopted on 5 November 1992 and approved on 29 December 1992.
- (2) This Constitution has been ratified by all member churches of the "Vereinigte Evangelische Mission" and enters into effect with the opening session of the Constituting General Assembly.

Adopted by the General Assembly of the "Vereinigte Evangelische Mission" on 17 October 1995.

This new version of the Constitution was approved by the Chief Executive of the Regional Council in Düsseldorf, in the context of the supervisory role of the State, by letter dated 1 July 1996.