

CONSTITUTION of Grace Reformed Church



**17-1, Jalan PJS 8/10, Bandar Sunway,
46150, Petaling Jaya, Selangor, Malaysia.**

Adopted on 11 June 2023

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DEFINITIONS

Church

Means Grace Reformed Church as defined in *Article 1*.

Scripture(s)

Means the books of the Holy Bible.

Confession of Faith

Means the 1689 Second London Baptist Confession of Faith.

Membership Covenant

Means the Membership Covenant under *Appendix 1* of this Constitution.

Member

Means member of the Church as defined in *Article 4.4.1*.

Members' Meeting

Means members' meeting as defined in *Article 7.2*.

Worship Meetings

Means worship meetings as defined in *Article 7.1*.

Simple Majority

Means more than half (1/2) of such Members entitled to vote and do vote in person at a Members' Meeting duly convened. Abstentions will not be considered as votes cast.

Special Majority

Means majority of not less than two-thirds (2/3) of the Members entitled to vote and do vote in person at a Members' Meeting duly convened. Abstentions will not be considered as votes cast.

Quorum

Means the minimum number of Members present in a meeting in order for the Members' Meeting to take place.

Elder(s)

Means those occupying the office of Elders as described in *Article 5.2*.

Pastor(s)

Means those called to be a Pastor as described in *Article 5.3*.

Deacon(s)

Means those occupying the office of Deacons as described in *Article 5.4*.

ARTICLE 1 – Name and Location

The name of this church shall be Grace Reformed Church (located in Selangor, Malaysia).

ARTICLE 2 – Purpose

This Church exists by the grace of God, for the glory of God. In particular, this Church's purpose is to glorify God in obedience by maintaining and promoting the worship of God (*John 4:23-24; 1 Cor. 3:16-17; 1 Pet. 2:5*); by edifying His saints (*1 Cor. 12:27-28; 14:12, 18, 19, 26; Eph. 4:11-16*); and by evangelising the world (*Matt. 28:18-20; Luke 24:46-48; Acts 1:8; Acts 13 & 14*).

ARTICLE 3 – Articles of Faith

- 3.1 Scripture alone shall be the Church's ultimate and final authority in all matters of faith and practice (*2 Tim. 3:16-17*).
- 3.2 Notwithstanding *Article 3.1*, the Church recognises the 1689 Second London Baptist Confession of Faith to be a faithful summary statement of what Scripture teaches and the essence of "*things most surely believed among us*" (*Luke 1:1*). The Church accepts this historic document as an assistance in controversy, a confirmation in faith, and a means of edification in righteousness.

ARTICLE 4 – Membership

4.1 Qualification

- 4.1.1 Any person is eligible for membership in this Church if he/she:
 - (a) profess repentance toward God (*Acts 20:21*);
 - (b) confess Jesus Christ as Lord and Saviour (*Acts 20:21*);
 - (c) displays evidence of regeneration by the Holy Spirit (*Eze. 36:27; Eph. 2:1-10; Titus 3:2-5; James 2:18, 22*); and
 - (d) has been immersed following conversion (*Acts 2:41; Acts 8:36-38 etc.*) in the name of the Father, and of the Son, and of the Holy Spirit (*Matt. 28:18-20*).
- 4.1.2 Each member shall affirm this Constitution and the Membership Covenant.

4.2 Admission of Members

- 4.2.1 Any person desiring membership shall submit a complete application form, including a brief testimony of their faith in Christ to one of the Elders.

- 4.2.2 When such an application is received, the Elder(s) shall determine the candidate's qualification for membership.
- 4.2.3 Qualified candidates shall be nominated at the next Members' Meeting.
- 4.2.4 To be admitted into church membership, applicants shall be recommended by the Elder(s) for admission and acceptance shall be by a Simple Majority.
- 4.2.5 Candidates accepted by the Church shall be publicly received into the membership on the earliest practicable Lord's Day.
- 4.2.6 New Members are required to sign the Church Register, thus completing the process of entering into a covenant with the church.
- 4.2.7 New Members shall relinquish their membership in their previous churches.

4.3 Duties and Privileges of Membership

- 4.3.1 In line with the duties stated in the Membership Covenant, Members are expected to participate in and contribute to the ministry and life of the Church.
- 4.3.2 Service in the Church's ministries is a unique privilege reserved for Members of the Church.
- 4.3.3 Leaders of church activities shall be Members of the Church who are approved by the Elder(s).
- 4.3.4 Notwithstanding, non-members may serve on an ad-hoc basis with the approval of the Elder(s) for administration or professional consultation and other purposes as required by the Church.
- 4.3.5 This Church is governed by its Members under Christ (*Matt. 18:15-17; Acts 6:1-5; Gal. 1:8*). Members are hence expected to attend all Members' Meetings and vote on the election of officers, on decisions regarding membership status, and on such other matters as may be submitted to a vote.

4.4 Types of Members

4.4.1 Members

Members are all who are received into the membership of the Church under *Article 4.2*.

4.4.2 Scattered Members

- (a) Scattered members are Members who have temporarily relocated to a location which hinders their regular attendance to the Church.

- (b) Scattered members shall:
 - (i) openly associate with a visible body of believers in their present location; and
 - (ii) communicate with the Church through the Elder(s) at least once every six months, and if possible, to contribute their financial gifts to the Church.

4.5 Church Discipline

- 4.5.1 Any Member who consistently neglects his/her duties, or is guilty of conduct by which the name of our Lord Jesus Christ is dishonoured, and so opposing the welfare of the Church, shall be subjected to the corrective discipline of the Church, according to principles taught in Scripture. The goals of corrective discipline are always the glory of God; the welfare and purity of the church (*1 Cor. 5:6-7*); and the restoration and spiritual growth of the offender (*1 Cor. 5:5; 2 Cor. 2:5-8; 1 Tim. 5:20*).
- 4.5.2 Corrective church discipline should generally be contemplated only after individual private admonition has failed. Measures of corrective church discipline may include but is not limited to: admonition and reproof by Elder(s) or the congregation (*Matt. 18:17; 1 Tim 5:20*); suspension from the Lord's Supper for a definite period of time; removal from office; and excommunication (*Matt. 18:17; 1 Cor 5:13*).

4.6 Termination of Membership

- 4.6.1 By physical death – the Church shall recognise the termination of a person's membership following his/her death.
- 4.6.2 By transfer – Members may for as a matter of conscience, or for other good reasons, seek to transfer his/her membership to another true church of Christ. The Member shall transfer his/her membership in an orderly and gracious manner i.e., prior to transfer of membership, the Member shall:
 - (a) privately indicate his/her desire for the same and reasons for leaving to the Elders; and
 - (b) receive the approval of the Church by a Simple Majority.
- 4.6.3 The Elder(s) may grant a departing Member in good standing a letter of commendation to another church (*Acts 18:27*) upon request. A letter of commendation shall not be given to a Member who at the time of request for transfer:
 - (a) does not have a justifiable reason for leaving the Church;
 - (b) is under the corrective discipline of the Church; and/or
 - (c) in the Elder(s)' judgement, disloyal to "the faith which was once for all delivered to the saints" (*Jude 3*).
- 4.6.4 By exclusion – membership may be terminated via exclusion by a Simple Majority under the following circumstances:
 - (a) when a Member resigns and requests to be relieved from Membership Covenant obligations for reasons that the Church or its Elders may deem satisfactory;
 - (b) when a Member due to relocation is unable to transfer his/her membership under *Article 4.6.2* within a period two (2) years; or

- (c) when a Member has been absent (continuously) for a period of six (6) months without satisfactory reason(s) after attempts have been made by Elders to contact him/her and restore the Member to fellowship.
- 4.6.5 By excommunication - membership may be terminated via excommunication as a final act of church discipline (ordinarily, but not necessarily, at the recommendation of the Elders) by a Simple Majority.
- 4.6.6 An Office Bearer under *Article 5* shall not have his membership terminated prior to his removal from office.

ARTICLE 5 – Office Bearers

5.1 General Statement

The Biblical officers in the Church shall be Elders and Deacons (collectively, the “Office Bearer(s)”). (*Phil. 1:1; 1 Tim. 3:1-13*)

5.2 Elders

5.2.1 Qualifications and Plurality

Elder(s) shall be men who satisfy the qualifications stated in *1 Tim. 3:1-7* and *Titus 1:6-9* and possess wholehearted assent to the Confession of Faith. The Church also recognises that in normal circumstances, and according to Scriptural precedent, there should be a plurality of Elder(s) in the Church (*Acts 14:23, 20:17; Titus 1:5*).

5.2.2 Authority and Responsibilities

Elder(s) are responsible for governing the affairs of the Church by providing oversight of the ministries and resources of the Church, prayer, teaching of the Word, and shepherding God’s flock in this Church (*Acts 6:1-6; 20:17-38; 1 Pet. 5:1-4*).

5.2.3 Nomination and Election of Elder(s)

- (a) The Church shall set apart, according to its need, men who satisfy Scriptural qualifications for the office of elder. (*Acts 14:23; Titus 1:5*).
- (b) Members may recommend to the Elder(s) the names of such men whom they consider to be suitable to serve as elder. The Elder(s) will then consider the recommendations and determine, after careful examination and prayer, whether they should nominate any of the suggested men to the office.
- (c) The Elder(s) shall obtain consent of the nominee(s) prior to election to the office of elder, following which the nominee(s)’ name(s) shall be made known to the Church two (2) Lord’s Days before the election.
- (d) The Elder(s) shall call for a Special Members’ Meeting for the election of Elder(s) by ballot. Election of Elder(s) of the Church shall be by a Special Majority.

5.2.4 Reaffirmation of Elder(s):

An Elder shall be reaffirmed by the Church triennially and shall remain in office for as long as he is reaffirmed by the Church. Reaffirmation of an Elder shall be by a Special Majority.

5.2.5 Termination of Elder(s) by non-reaffirmation

An Elder standing for reaffirmation who fails to be reaffirmed shall step down from office. Termination by non-reaffirmation shall not be considered disciplinary action.

5.2.6 Termination of Elder(s) by voluntary resignation

An Elder may resign from his office without prejudice if he does so in an orderly fashion i.e., having first discussed the same with the Elder(s). Such resignation together with its reasons and the date upon which he wishes his resignation to be effective shall be submitted in writing to the Elder(s).

5.2.7 Termination of Elder(s) by dismissal

- (a) Any two (2) Members with reason(s) to believe that an Elder should be dismissed shall express such concern to the Elder(s) and, if required, to the congregation.
- (b) Termination of an Elder by dismissal shall be carried out in accordance with instructions in *Matt. 18:15–17* and *1 Tim. 5:17–21*. Termination by dismissal shall be by a Special Majority.

5.3 Pastors

5.3.1 Pastor as Teaching Elder

The Pastor shall be an Elder under *Article 5.2 (1 Pet. 5:1-2)* and is recognised by the Church as particularly gifted and called to the full-time ministry of preaching and teaching. The Pastor shall be set apart by the Church to give himself more fully to labouring in the Word and prayer, and to seek the welfare of men's souls as those that must give account to the Lord (*Heb. 13:17*). If there is more than one Pastor, one of them shall be recognised as the Lead Pastor.

5.3.2 Calling to be a Pastor

- (a) In the calling of a man to be a Pastor, the man is to satisfy Scriptural qualifications for the office of Elder under *Article 5.2*.
- (b) The Elder(s) shall provide assurance to the Church that they are in no doubt as to the nominee's wholehearted assent to the Confession of Faith.
- (c) In addition, the Church shall be given adequate opportunity to assess the nominee's gifts in preaching and teaching.
- (d) The Elder(s) shall obtain consent of the Pastoral nominee(s) prior to the pastoral nomination, following which the nominee(s)' name(s) shall be made known to the Church two (2) Lord's Days before the election.

- (e) In the unique circumstance that the Pastoral nominee is not a member of the Church, the notice of nomination should also include the notice of an application to membership and, if necessary, application to membership of his wife if he is married.
- (f) The Elder(s) shall call for a Special Members' Meeting for the election of Pastor(s) by ballot. Election of a Pastor of the Church shall be by a Special Majority.

5.3.3 The terms of employment of the Pastor(s) shall be set out in a service contract approved by the Elder(s).

5.3.4 The Pastor shall not be subjected to the triennial reaffirmation under Article 5.2.4 nor to any term limit.

5.3.5 Termination of Pastor

- (a) The Elder(s) (by a majority) may recommend termination of the Pastor(s) in accordance with the Pastor(s)' Service Contracts (the "**Termination Recommendation**").
- (b) The Elder(s) shall notify the Church of the Termination Recommendation.
- (c) Members may make representations to the Elder(s) regarding the Termination Recommendation. The Elder(s) (by a majority), on considering the representations of the members, may postpone termination and call for a Special Members' Meeting.
- (d) The Termination Recommendation shall be rescinded if the Pastor(s) receives the Church's support to remain in service as a Pastor. The Church's support shall be indicated by a Special Majority.

5.4 Deacons

5.4.1 Qualifications

Deacons shall be men who satisfy the qualifications stated in *1 Tim. 3:8-13*.

5.4.2 Service and Responsibilities

Diaconal office shall be an office of service to the Church (*Acts 6:1-6*). Deacon(s) shall be responsible primarily to support the Elder(s) ministry of the Word and prayer; to work to maintain the unity of the Church; and to care for the practical needs of the Church. Such practical needs of the Church may include amongst others, administrative tasks, maintenance and improvement of the Church's facilities, care of Members with physical needs, preparation for Church meetings and gatherings, and facilitation of ministries within the Church.

5.4.3 Nomination and Election of Deacon(s)

- (a) The Church shall set apart, according to its need, men who satisfy Scriptural qualifications for diaconal office.
- (b) Members may recommend to the Elder(s) the names of such men whom they consider to be suitable for diaconal office. The Elder(s) will consider the recommendations and determine, after careful examination and prayer, whether they should nominate any of the suggested men to the office.

- (c) The Elder(s) shall obtain consent of the nominee(s) prior to election to the office of deacon, following which the nominee(s)' name(s) shall be made known to the Church two (2) Lord's Days before the election.
- (d) The Elder(s) shall call for a Special Members' Meeting for the election of Deacon(s) by ballot. Election of Deacon(s) of the Church shall be by a Special Majority.

5.4.4 Reaffirmation of Deacon(s):

A Deacon shall be reaffirmed by the Church triennially and shall remain in office for as long as he is reaffirmed by the Church. Reaffirmation of a Deacon shall be by a Special Majority.

5.4.5 Termination of Deacon(s) by non-reaffirmation

A Deacon standing for reaffirmation who fails to be reaffirmed shall step down from office. Termination by non-affirmation shall not be considered disciplinary action.

5.4.6 Termination of Deacon(s) by voluntary resignation

A Deacon may resign from his office without prejudice if he does so in an orderly fashion i.e., having first discussed the same with the Elder(s). Such resignation together with its reasons and the date upon which he wishes his resignation to be effective shall be submitted in writing to the Elder(s).

5.4.7 Termination of Deacon(s) by dismissal

- (a) Any two (2) Members with reason(s) to believe that a Deacon should be dismissed shall express such concern to the Elder(s) and, if required, to the congregation.
- (b) Termination of a Deacon by dismissal shall be by a Special Majority.

ARTICLE 6 – Ministry and Administrative Positions

6.1 In addition to the Biblical offices of the Church under *Article 5*, the Church recognises ministry and administrative positions under this Constitution.

6.2 Ministry Positions

The Elder(s) may establish ministry positions or committees to assist them in fulfilling their ministry responsibilities. Such ministry positions may include but are not limited to: Sunday School Superintendent(s); Youth Ministry Leader(s); Women Ministry Coordinator(s) etc. The Elder(s) may recommend that the Church provide financial support for these positions, if required.

6.3 Administrative Positions

6.3.1 The Church recognises the administrative positions of Secretary, Treasurer, and Auditor.

6.3.2 Secretary

- (a) The Secretary shall be appointed by the Elder(s).
- (b) The Secretary shall fulfil the following duties:
 - (i) to record the minutes of all Members' Meetings;
 - (ii) to preserve an accurate roll of the membership; and
 - (iii) to provide reports as requested by the Officer Bearers, or the Church.

6.3.3 Treasurer and Auditor

- (a) The Treasurer and Auditor shall be:
 - (i) nominated by the Elder(s); and
 - (ii) elected by the Church by a Simple Majority.
- (b) The Treasurer shall fulfil the following duties:
 - (i) ensure that all funds and securities of the Church are properly secured in such banks, financial institutions, or depositories as appropriate;
 - (ii) ensure that full and accurate accounts of receipts and disbursements are kept in books belonging to the Church, and that adequate controls are implemented to guarantee all funds belonging to the Church are appropriately handled by any officer, employee, or agent of the Church; and
 - (iii) shall provide to the Elder(s), whenever they may require it, an account of all transactions as treasurer and of the financial condition of the church.
- (c) The Auditor shall fulfil the following duties:
 - (i) audit and certify the correctness of the Church's accounts prior to laying of audited financial statements at the annual general meeting at the end of each financial year; and
 - (ii) report to the Church at the annual general meeting that the audited financial statements are in his/her opinion properly drawn up so as to give a true and fair view of the Church's financial affairs in accordance with the applicable accounting standards.

ARTICLE 7 – Meetings

7.1 Worship Meetings

Worship services shall be held on each Lord's Day. Other worship services and gatherings may be held at other times as the Elder(s) may determine.

7.2 Members' Meeting

7.2.1 A meeting of the Church's Members shall be called by the Elder(s) at least twice a year (inclusive of the annual general meeting under *Article 7.3*).

7.2.2 A notice of a Members' meeting shall be given at least two (2) Lord's Days preceding the proposed meeting date. Members are invited to raise any matters related to the welfare of the Church verbally or in writing to the Elder(s), preferably one (1) Lord's Day before the Members' Meeting.

7.2.3 Special Members' Meeting and Quorum

- (a) A Special Members' Meeting is a meeting convened to decide on the following matters:
 - (i) Election and/or removal of Pastor(s), Elder(s) and/or Deacon(s);
 - (ii) Amendment of this Constitution; and
 - (iii) Dissolution of the Church.
- (b) A Special Members' Meeting shall require no less than two-thirds (2/3) of the Regular membership to form a quorum.

7.2.4 Normal Members' Meetings and Quorum

- (a) A Normal Members' Meeting is a meeting convened to decide all matters other than those stated under a Special Members' Meeting.
- (b) A Normal Members' Meeting shall require no less than half (1/2) of the Regular membership to form a quorum.

7.2.5 All resolutions shall be passed by a Simple Majority save for resolutions requiring Special Majority as expressly stated in this Constitution.

7.2.6 All Members' Meetings shall be conducted as follows:

- (a) all Members' Meetings shall open and close with prayer; and
- (b) an Elder designated by the Elder(s) shall preside as moderator during the Members' Meeting.

7.3 Annual General Meeting

7.3.1 The Church shall hold an annual general meeting during the first quarter of every calendar year to transact the following business including but not limited to:

- (a) the laying of audited financial statements by the Church treasurer;
- (b) the presentation of a proposed annual budget by one of the Elder(s) or such person(s) assigned by the Elder(s);
- (c) reporting of membership status by one of the Elder(s); and
- (d) reporting by representatives from various ministries.

7.3.2 The proposed annual budget shall be approved by a Simple Majority.

ARTICLE 8 – Ordinances

8.1 Baptism

The ordinance of believer's baptism (*John 4:1-2; Acts 2:38, 8:12, 9:18 etc.*) by immersion (*Acts 8:36-38; Rom. 6:3-4; 1 Pet. 3:21*) shall be observed as and when required. Baptismal candidates shall, upon baptism, be received into membership of the Church save for extraordinary circumstances whereby candidates may be baptised with the understanding that they shall associate themselves with a visible body of believers elsewhere.

8.2 The Lord's Supper

The ordinance of the Lord's supper shall be observed regularly (*1 Cor. 11:25-26*). The Lord's Table is open to all baptised believers in the Lord Jesus Christ who are not under any form of church discipline (*1 Cor. 11:27-29*).

ARTICLE 9 – Trustees and Trust Assets

9.1 Trustees

- 9.1.1 Trustee(s) shall be a Member of the Church appointed by a Special Majority. Upon such appointment, the Trustee(s) shall enter into a trust deed with the Church.
- 9.1.2 The number of Trustees shall not in any case exceed four (4).
- 9.1.3 The Trustee(s) may seek to be registered under the Trustees (Incorporation) Act, 1952 with the approval of the membership by a Special Majority.
- 9.1.4 The Church's property (other than money which shall be under the control of the treasurer) ("Trust Assets") shall be vested in the Trustee(s) to be dealt with by them as the membership may from time to time direct by resolution (of which an entry in the Minute Book shall be conclusive evidence). The Trustee(s) shall be indemnified against risk and expenses incurred out of the Church's property.

9.2 Trust Assets

- 9.2.1 The Trustee(s) shall not sell, convey, assign, surrender and yield up, charge, mortgage, pledge, demise, reassign, transfer, or otherwise dispose or deal with any of the Trust Assets until and unless recommended by the Elder(s) and approved by a Special Majority. The Trustee(s) shall be under the direction of the Elder(s) on any matters relating and/or incidental to the Trust Assets.
- 9.2.2 Trust Assets shall not in any way or manner whatsoever be divided among the Members and shall not be subject to any individual claim by any Member or section of Members.

9.3 Termination of Trustees by Resignation, Removal, or Replacement

A Trustee may resign, or can be removed or be replaced for any reason including but not limited to grounds, such as ill health, death, unsoundness of mind, absence from the country, inability to perform duties or inability to do so satisfactorily etc. Any termination of a Trustee shall be recommended by the Elder(s) as deemed in the best interest of the Church and shall be approved by a Simple Majority.

ARTICLE 10 – Amendments

10.1 This Constitution may be amended by a Special Majority. Such amendment(s) shall have been presented in writing at the previous Members' Meeting, and shall have been announced from the pulpit during the Church's worship services two (2) preceding Lord's Days prior to such vote.

10.2 The revised version of this Constitution shall be made available to all Church Members by the Church Secretary.

ARTICLE 11 – Indemnification

11.1 Mandatory Indemnification

If a legal claim or criminal allegation is made against a person arising out of his/her function/position as an Officer, employee, or agent of the Church (save for his personal conduct independent of his function/position in the Church), the Church shall provide indemnification against all liability and costs incurred in defending against the claim provided always that the Elder(s) is satisfied that the person:

- (a) have acted in good faith;
- (b) have exercised reasonable care that an ordinarily prudent person in a similar position would have exercised under similar circumstances; and
- (c) have acted in a manner that the person reasonably believed to be in the best interest of the Church and the person had no reasonable cause to believe his conduct to be unlawful.

11.2 Permissive Indemnification

At the discretion of the Elder(s), the Church may indemnify any person who acted in good faith and reasonably believed that his/her conduct was in the Church's best interest and not unlawful.

11.3 Procedure

If the quorum of the Elder(s) for indemnification determination cannot be established due to the number of Elder(s) seeking for indemnification, the requisite determination shall be made by the membership or by special legal counsel appointed by the membership.

ARTICLE 12 – Dispute Resolution

Believing that Scripture commands Christians to make every effort to live at peace and to resolve disputes with each other in private or within the church (*Matt. 18:15–20; 1 Cor 6:1–8*), the Church shall require all members to resolve civil disputes among themselves according to biblically based principles, without reliance on the secular courts. Consistent with the calling to be peacemaker, the Church shall encourage the use of biblically based principles to resolve disputes between itself and those outside the Church, whether Christian or pagan, and whether individuals or corporate entities.

Membership Covenant

God, by His grace alone, has led me to repent of my sin and believe upon Jesus Christ, trusting Him alone as my Savior and Lord. As one who has been baptised as a believer in Christ, I desire to unite with this church family. Therefore, I enter into a covenantal relationship with the members of this church. In humble reliance upon the Holy Spirit, I endeavour to do the following:

1. To faithfully attend the church's worship services.
2. To diligently guard the truth, upholding the standard of sound words recorded in Scripture.
3. To wholeheartedly support, love, and care for the church's ministries and members, offering:
 - (a) my prayers;
 - (b) my financial gifts; and
 - (c) my service.
4. To boldly witness for the Lord Jesus Christ, living a transformed life and sharing the gospel as God gives opportunity.
5. To actively pursue personal holiness before God, loving others as Christ has loved us.
6. To diligently promote the unity of the church, being a peacemaker with all in the body of Christ.
7. To respectfully follow the leaders of this church, trusting and supporting their leadership.
8. To humbly submit to the church's discipline, graciously repenting when approached about personal sin, and lovingly restoring others who become entangled in sin.