

Constitution of Liverpool Chinese Gospel Church

利物浦華人福音教會憲章

1. Name 名稱

The name of the Charitable Incorporated Organisation (“the Church”) is Liverpool Chinese Gospel Church.

本慈善法團機構定名為利物浦華人福音教會(下稱「本教會」)。

2. National location of principal office 總辦事處位置

The Church must have a principal office in England or Wales. The principal office of the Church is in England and Wales.

教會必須在英格蘭或威爾斯有一個總辦事處。本教會的總辦事處在英格蘭或威爾斯。

3. Objects 宗旨

The objects of the Church are:

本教會的宗旨是：

3.1. to advance the Christian religion primarily but not exclusively in Liverpool and the surrounding area, in accordance with the doctrinal basis hereafter stated. 根據下文所述的基本信條，主要但不僅在利物浦並其周邊地區，促進基督教信仰。

3.2 to relieve hardship, poverty, distress and sickness primarily but not exclusively in Liverpool and the surrounding area. 主要但不僅在利物浦並其周邊地區，支援困苦、貧乏、苦惱及病危者。

3.3 to advance the education and training of the public, primarily but not exclusively in Liverpool and the surrounding area. 主要但不僅在利物浦並其周邊地區，公開推廣教育及訓練。

3.4 to further such charitable purposes as the trustees in their absolute discretion may from time to time decide. 信託委員具有隨時拓展有關慈善宗旨的絕對權力。

4. Powers 權力

The Church has power to do anything which is calculated to further its objects or is conducive or incidental to doing so. In particular, the Church has power to:

本教會有權力做任何旨在促進本教會宗旨或有利於或附帶的事情。特別是，教會有權力：

(1) Borrow money and to charge the whole or any part of its property as security for the repayment of the money borrowed. The Church must comply as appropriate with sections 124 and 125 of the Charities Act 2011, if it wishes to mortgage land; 借

款及以其物業的全部或任何部份作借貸的擔保。教會若希望抵押土地，必須適當地遵守《慈善法2011》第124及125條；

(2) buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use; 購買、租約或交換、租用或以其他方式取得任何物業，並保養及裝修以便使用；

(3) sell, lease or otherwise dispose of all or any part of the property belonging to the Church. In exercising this power, the Church must comply as appropriate with sections 117 and 119-123 of the Charities Act 2011; 出售、租賃或以其他方式處置屬於本教會的物業的全部或任何部份。在行使這項權力時，教會必須適當地遵守《慈善法2011》第117及119至123條；

(4) employ and remunerate such staff as are necessary for carrying out the work of the Church. The Church may employ or remunerate a charity trustee only to the extent that it is permitted to do so by clause 6 (Benefits and payments to charity trustees and connected persons) and provided it complies with the conditions of that clause; 僱用及給予執行教會所需工作的員工報酬。教會可在第6條 (慈善信託委員及相關人士的利益和報酬) 許可的範圍內，並符合該條款的條件下，聘請或給予信託委員報酬。

(5) deposit or invest funds, employ a professional fund-manager, and arrange for the investments or other property of the Church to be held in the name of a nominee, in the same manner and subject to the same conditions as the trustees of a trust are permitted to do by the Trustee Act 2000. 與《信託人法2000》允許以信託基金信託人的方式和條件一樣，可儲蓄或投資基金、聘請專業基金經理，及安排教會的投資或其他教會物業以代理人名義持有。

5. Application of income and property 收入和物業的使用

(1) The income and property of the Church must be applied solely towards the promotion of the objects. 本教會的收入和物業僅用於推廣本教會的宗旨。

(a) A charity trustee is entitled to be reimbursed from the property of the Church or may pay out of such property reasonable expenses properly incurred by him or her when acting on behalf of the Church. 慈善信託委員有權從教會的資產退還或從教會的資產中支付由他或她代表教會而使用的合理開支。

(b) A charity trustee may benefit from trustee indemnity insurance cover purchased at the Church's expense in accordance with, and subject to the conditions in, section 189 of the Charities Act 2011. 慈善信託委員可根據《慈善法2011》第189條的條件下受惠於由教會出資購買的信託人彌償保險。

(2) None of the income or property of the Church may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member of the Church. This does not prevent a member who is not also a charity trustee receiving: 教會的收入或物業不得以派息、獎金或其他方式直接或間接地支付或轉賬予任何教會會員。這並不妨礙不是慈善信託委員的會員收取：

(a) A benefit from the Church as a beneficiary of the Church; 作為教會受益人的利益；

(b) Reasonable and proper remuneration for any goods or services supplied to the Church. 向教會提供的任何物品或服務的合理及適當的報酬。

(3) Nothing in this clause shall prevent a charity trustee or connected person receiving any benefit or payment which is authorised by Clause 6. 本條款並不阻礙慈善信託委員或相關人士接受第6條條款所授權的利益或報酬。

6. Benefits and payments to charity trustees and connected persons 慈善信託委員及相關人士的利益和報酬

(1) General provisions 一般規定

No charity trustee or connected person may: 慈善信託委員或相關人士不得：

(a) buy or receive any goods or services from the Church on terms preferential to those applicable to members of the public; 以優惠於公眾的條件，向教會出售或接受任何貨品或服務；

(b) sell goods, services, or any interest in land to the Church; 向本教會出售貨品、服務或土地的任何權益；

(c) be employed by, or receive any remuneration from, the Church; 由教會聘用或從教會收取任何報酬；

(d) receive any other financial benefit from the Church; 接受教會的任何財務利益。

unless the payment or benefit is permitted by sub-clause (2) of this clause, or authorised by the court or the prior written consent of the Charity Commission (“the Commission”) has been obtained. In this clause, a “financial benefit” means a benefit, direct or indirect, which is either money or has a monetary value.

除了本條款第2項允許的報酬與利益，或法院授權或事前獲得由慈善事務委員會發出的書面同意書外。本條款中，「財務利益」即指直接或間接的金錢或具貨幣價值的利益。

(2) Scope and powers permitting trustees’ or connected persons’ benefits 允許信託委員或相關人士福利的範圍和權力

(a) A charity trustee or connected person may receive a benefit from the Church as a beneficiary of the Church provided that a majority of the trustees do not benefit in this way. 慈善信託委員或相關人士可作為教會的受益人而從教會取得福利，但大部份信託委員不能以此方式受惠。

(b) A charity trustee or connected person may enter into a contract for the supply of services, or of goods that are supplied in connection with the provision of services, to the Church where that is permitted in accordance with, and subject to the conditions in, sections 185 to 188 of the Charities Act 2011. 慈善信託委員或相關人士可根據《慈善法2011》的第185至188條內的條件容許下訂立合約，向教會提供服務或服務連帶的貨品。

(c) Subject to sub-clause (3) of this clause a charity trustee or connected person may provide the Church with goods that are not supplied in connection with services provided to the Church by the charity trustee or connected person. 取決於本條款的第3項，信託委員或相關人士可向教會提供非由信託委員或相關人士為教會提供服務而連帶的貨品。

(d) A charity trustee or connected person may receive interest on money lent to the Church at a reasonable and proper rate which must be not more than the Bank of England rate (also known as the base rate). 慈善信託委員或相關人士可以以合理和恰當的利率向教會的借貸收取利息，但利率不得高於英格蘭銀行的設定 (亦稱為基本利率)。

(e) A charity trustee or connected person may receive rent for premises let by the trustee or connected person to the Church. The amount of the rent and the other terms of the lease must be reasonable and proper. The charity trustee concerned must withdraw from any meeting at which such a proposal or the rent or other terms of the lease are under discussion. 慈善信託委員或相關人士可向教會就借與

教會的場地收取租金。租金及租借條款必須是合理和恰當的。有關的信託委員必須退出任何討論關於租借場地事宜的會議。

(f) A charity trustee or connected person may take part in the normal trading and fundraising activities of the Church on the same terms as members of the public. 慈善信託委員或相關人士可按與公眾人士相同的條款參與教會的正常貿易和籌款活動。

(g) A charity trustee who is an office holder and/or employee of the Church may receive reasonable remuneration for carrying out their duties as office holders and/or employees notwithstanding that they are or may be a charity trustee of the Church or a connected person to a charity trustee provided that a majority of the trustees do not benefit in this way. 同時兼任教會職位，及/或教會僱員的慈善信託委員可以獲得合理的薪酬，以履行其職位的職責。儘管他們是或可能是教會信託委員或相關人士，但大部份的委員不能以這方式受惠。

(h) Any office holder or employee receiving benefit pursuant to clause 6.2 (g) (or any charity trustee where the office holder or employee directly receiving benefit pursuant to clause 6.2.(g) is a connected person in relation to him/her) must be absent from the part of any meeting at which the terms of stipend or (where applicable) employment of the office holder or employee in question or the performance of his or her duties or (where applicable) any matter in connection with his or her employment is being discussed or determined and must not vote on any such matter. 根據第6.2(g) 條任何受益職員或僱員 (或根據第6.2(g)條，任何得益的職員或僱員與慈善信託委員有關連的) 必須缺席任何討論或決定關於有關職位或員工的津貼、聘用問題或其工作表現或其他與其工作相關的會議，更不能對任何相關事項投票。

(3) Payment for supply of goods only – controls 僅支付物資供應：管制

The Church and its charity trustees may only rely upon the authority provided by sub-clause (2)(c) of this clause if each of the following conditions is satisfied: 本教會及其慈善信託委員只有在滿足以下每項條件時，才能依靠本條款第(2)(c)項提供的權力：

(a) The amount or maximum amount of the payment for the goods is set out in a written agreement between the Church and the charity trustee or connected person supplying the goods (“the supplier”). 貨品的金額或最高金額是在教會與慈善信託委員或相關的貨品供應商之間的書面協議中訂明的。

(b) The amount or maximum amount of the payment for the goods does not exceed what is reasonable in the circumstances for the supply of the goods in question. 貨品的金額或最高金額不超過有關貨品供求情況下的合理價值。

(c) The other charity trustees are satisfied that it is in the best interests of the Church to contract with the supplier rather than with someone who is not a charity trustee or connected person. In reaching that decision the charity trustees must balance the advantage of contracting with a charity trustee or connected person against the disadvantage of doing so. 其他慈善信託委員同意教會與供應商訂立合約，比跟非慈善信託委員或相關人士訂立合約，更為符合教會的利益。在作出此項決定時，慈善信託委員會必須平衡與慈善信託委員或相關人士訂立合約的有利與不利因素。

(d) The supplier is absent from the part of any meeting at which there is discussion of the proposal to enter into a contract or arrangement with him or her or it with regard to the supply of goods to the Church. 供應商不出席教會任何有關討論訂立合約的提案或與其有關貨品供應安排的會議部份。

(e) The supplier does not vote on any such matter and is not to be counted when calculating whether a quorum of charity trustees is present at the meeting. 供應商不對任何此類事項投票，及不計算在會議內慈善信託委員的法定人數之內。

(f) The reason for their decision is recorded by the charity trustees in the minute book. 他們決策的理據由慈善信託委員會記錄在會議紀錄內。

(g) A majority of the charity trustees then in office are not in receipt of remuneration or payments authorised by this clause. 大多數在職的慈善信託委員不收受本條款所授權的報酬。

(4) In sub-clauses (2) and (3) of this clause: 在本條款第(2)及(3)項中：

(a) “the Church” includes any company in which the Church: 「本教會」包括在任何公司中教會：

(i) holds more than 50% of the shares; or 持有超過50%的股份；或

(ii) controls more than 50% of the voting rights attached to the shares; or 控制超過50%股份所授予的投票權；或

(iii) has the right to appoint one or more directors to the board of the company; 有權委任一位或多於一位董事進入公司董事會；

(b) “connected person” includes any person within the definition set out in clause 30 (Interpretation); 「相關人士」包括任何於第30條 (釋義) 所載的定義範圍內的人。

7. Conflicts of interest and conflicts of loyalty 利益衝突和忠誠衝突

A charity trustee must: 慈善信託委員必須：

(1) declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the Church or in any transaction or arrangement entered into by the Church which has not previously been declared; and 申報他或她在與教會建議的交易或安排中，或在教會未曾宣佈而將實行的交易或安排中，任何直接或間接獲得利益的性質和範圍；和

(2) absent himself or herself from any discussions of the charity trustees in which it is possible that a conflict of interest will arise between his or her duty to act solely in the interest of the Church and any personal interest (including but not limited to any financial interest). 缺席任何慈善信託委員的討論，因這有可能使其維護教會利益的職責跟其個人利益產生衝突 (包括但不只限於財務利益)。

Any charity trustee absenting himself or herself from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the charity trustees on the matter.

任何慈善信託委員根據此條款而退席的任何討論，均不得在慈善信託委員的任何決策中投票或被計為法數人數的一部份。

8. Liability of members to contribute to the assets of the Church if it is wound up 於教會清盤時，會員對教會資產的責任

If the Church is wound up, the members of the Church have no liability to contribute to its assets and no personal responsibility for settling its debts and liabilities. 若教會清盤，教會會員沒有責任為教會資產作出捐獻，亦沒有個人責任解決其債務和法律責任。

9. Membership of the Church 教會會籍

(1) Admissions of new members 成為會員

(a) Eligibility 資格

Membership of the Church is open to anyone who professes the Christian faith in accordance with the doctrinal basis adopted by the church, has satisfied such other requirements as have been specified by the Church from time to time and who in his

or her application for membership has indicated his or her agreement to become a member and to accept the duty of members set out in clause 9.3. 本教會會籍對任何信奉基督教信仰並同意本教會所採用的基本信條，且符合教會當時的其他要求的人士開放申請，以及申請人於會籍申請中表明其同意成為會員並接受第9.3條列出的會員職責。

Corporate bodies may not be members of the Church. A member must be an individual.

公司機構不可能成為本教會會員。會員必須是獨立個體。

(b) Admission procedure 申請程序

The charity trustees: 慈善信託委員會：

(i) may require applications for membership to be made in any reasonable way that they decide; 可以他們決定的任何合理方式制定會員申請；

(ii) may refuse an application for membership if they believe that it is in the best interests of the Church for them to do so; 若他們認為符合教會的最佳利益，可拒絕個別會員申請；

(iii) shall, if they decide to refuse an application for membership, give the applicant their reasons for doing so, within 21 days of the decision being taken, and given the applicant the opportunity to appeal against the refusal; and 如決定拒絕個別會員申請，須在作出決定的21天內，向申請人提供拒絕原因，並給予申請人就該拒絕提出上訴的機會；及

(iv) shall give fair consideration to any such appeal, and shall inform the applicant of their decision, but any decision to confirm refusal of the application for membership shall be final. 對該等上訴作出公平考慮，並須將其決定通知申請人，但任何確定拒絕會員申請的決定均屬最終決定。

(v) Shall maintain an accurate register of members at all times. 須時刻保持準確的會員紀錄。

(2) Transfer of membership 會籍轉讓

Membership of the Church cannot be transferred to anyone else. 本教會會籍不能轉讓給任何人。

(3) Duty of members 會員職責

It is the duty of each member of the Church to exercise his or her powers as a member of the Church in the way he or she decides in good faith would be most likely to further the purposes of the Church.

教會每位成員都有義務以真誠的方式行使其作為教會會員的權力，去促進教會的宗旨。

(4) Termination of membership 會籍終止

(a) Membership of the Church comes to an end if: 若出現下列情況，教會會籍即告終止：

- (i) the member dies, or 該會員去世，或
- (ii) the member sends a notice of resignation to the charity trustees; or 該會員向慈善信託員會遞交退會通知書；或
- (iii) any sum of money owed by the member to the Church is not paid in full within six months of its falling due; or 該會員所欠教會的任何款項，在其到期後六個月內並無全數歸還；或
- (iv) the charity trustees decide that it is the best interests of the Church that the member in question should be removed from membership, and pass a resolution to that effect. 慈善信託委員會認為取消有關會員會籍符合教會的最佳利益，並通過該決議。

(b) Before the charity trustees take any decision to remove someone from membership of the Church they must: 在慈善信託委員會決定取消個別會員會籍前，他們必須：

- (i) inform the member of the reasons why it is proposed to remove him, her or it from membership; 通知該會員有關取消其會籍的原因；
- (ii) give the member at least 21 clear days notice in which to make representations to the charity trustees as to why he, she or it should not be removed from membership; 給予該會員至少21天通知，讓其可向慈善信託委員會作出申述，說明為何其不應該被取消會籍；
- (iii) at a duly constituted meeting of the charity trustees, consider whether or not the member should be removed from membership; 在適時組成的慈善信託委員會會議中，考慮該會員應否被取消會籍；
- (iv) consider at that meeting any representations which the member makes as to why the member should not be removed; and 考慮於該會議中，讓該會員就為何不應該被取消會籍作出任何申述；及

(v) allow the member, or the member's representative, to make those representations in person at that meeting, if the member chooses. 容許該會員或該會員之代表，選擇在該會議中作出申述。

(5) Informal or associate (non-voting) membership 非正式或準(無投票權)會員

(a) The Charity trustees may create associate or other classes of non-voting membership, and may determine the rights and obligations of any such members (including payment of membership fees), and the conditions for admission, and termination of membership of any such class members. 慈善信託委員會可以設立準會員或其他類別無投票權的會籍，並可決定該類別會員的權利和義務(包括繳交會費)，及其入會條利和會籍終止。

(b) Other references in this constitution to "members" and "membership" do not apply to non-voting members, and non-voting members do not qualify as members for any purpose under the Charities Acts, General Regulations or Dissolution Regulations. 本憲章中對「會員」及「會籍」的其他引用不適用於無投票權的會員，且根據《慈善法》、《一般規例》或《解散條例》，無投票權的會員不具正式會員資格。

10. Member's decisions 會員決策

(1) General Provisions. 一般規定

All decisions of the members of the Church shall be taken by vote at a general meeting as provided in clause 10.2. 教會會員的所有決策應在第10.2條規定的常務會議中表決。

(2) Taking ordinary decisions by vote 以投票方式作出一般的決策

Subject to clause 10.3, any decision of the members of the Church may be taken by means of a resolution at a general meeting. Such a resolution may be passed by a two thirds (2/3) of votes cast at the meeting. 根據第10.3條，教會會員的任何決策可通過常務會議決議。該決議可在得到會議上三分之二的票數而通過。

(3) Decisions that must be taken in a particular way 必須以特定方式作出的決策

(a) Any decision to remove a trustee must be taken in accordance with clause 15(2). 任何罷免信託委員的決定必須符合第15(2)條要求。

(b) Any decision to amend this constitution must be taken in accordance with clause 28 of this constitution (Amendment of Constitution) 任何修改本憲章的決定必須根據本憲章第28條的(憲章修正案)要求。

(c) Any decision to wind up or dissolve the Church must be taken in accordance with Clause 29 of this constitution (Voluntary winding up or dissolution). Any decision to amalgamate or transfer the undertaking of the Church to one or more other Churches must be taken in accordance with the provisions of Charities Act 2011. 任何清盤或解散教會的決策必須按照本憲章第29條的 (自願清盤或解散)準則。任何將教會合併或轉移到一個或更多其他教會的決策必須根據《慈善法2011》的規定。

11. General meetings of the members 會員常務會議

(1) Types of general meeting 常務會議類型

There must be an annual general meeting (AGM) of the members of the Church. The first AGM must be held within 18 months of the registration of the Church, and subsequent AGMs must be held at intervals of not more than 15 months. The AGM must receive the annual statement of accounts (duly audited or examined where applicable) and the trustees' annual report, and must elect trustees as required under clause 13.

教會每年必須舉行週年會員大會。第一次「週年會員大會」必須於教會註冊後的18個月內舉行，隨後的「週年會員大會」必須在不超過15個月的間隔內舉行。「週年會員大會」必須收到年度帳目報表 (於適用情況下，經適當的審核和檢查) 及信託委員會的年度報告，並必須根據第13條條款選舉信託委員。

Other general meetings of the members of the Church may be held at any time. 其他的會員常務會議可於任何時候舉行。

All general meetings must be held in accordance with the following provisions. 所有常務會議必須按照以下規定舉行。

(2) Calling general meetings 召開常務會議

(a) The charity trustees: 慈善信託委員會：

(i) must call the annual general meeting of the members of the Church in accordance with sub-clause (1) of this clause, and identify it as such in the notice of the meeting; and 必須按照本條款第(1)項的規定，召開「週年會員大會」，並且在會議通告中予以說明；及

(ii) may call any other general meeting of the members at any time. 可隨時召開其他會員常務會議。

(b) The charity trustees must, within 21 days, call a general meeting of the members of the Church if: 慈善信託委員會在下列情況下，必須於21天內召開會員常務會議：

(i) they receive a request to do so from at least one third (1/3) of the members of the Church, and 他們收到超過三分一會員的要求時，及

(ii) the request states the general nature of the business to be dealt with at the meeting, and is authenticated by the member(s) making the request. 該要求表明了
在會議上需處理的事件的性質，並且有提出召開會議要求的會員的認可。

(c) If, at the time of any such request, there has not been any general meeting of the members of the Church for more than 12 months, then sub-clause (b)(i) of this clause shall have effect as if 20% were substituted for 30%. 在任何此類要求發生時，
若教會在超過12個月內沒有舉行過會員常務會議，則可實行本條款的(b)(i)項，
以20%代替30%。

(d) Any such request may include particulars of a resolution that may properly be proposed, and is intended to be proposed, at the meeting. 可以把在會議上正式提出
和打算提出的議案具體內容包括在此等要求內。

(e) A resolution may only properly be proposed if it is lawful, and is not defamatory, frivolous or vexatious. 提出的方案祇有是合法的及不涉誹謗、瑣碎無聊或無理的
才會被接受正式提出。

(f) Any general meeting called by the charity trustees at the request of the members of the Church must be held within 28 days from the date on which it is called. 所有
慈善信託委員會因應教會會員要求召開的常務會議必須於會議召開決定發出後
28天內舉行。

(g) If the charity trustees fail to comply with this obligation to call a general meeting at the request of its members, then the members who requested the meeting may
themselves call a general meeting. 若慈善信託委員會未能遵守因應會員要求而召開
常務會議的責任，則要求會議的會員可自行召開會議。

(h) A general meeting called in this way must be held not more than 3 months after the date when the members first requested the meeting. 以這種方式召開的常務會議
必須於會員第一次要求會議之後3個月內舉行。

(i) The Church must reimburse any reasonable expenses incurred by the members calling a general meeting by reason of the failure of the charity trustees to duly call the meeting, but the Church shall be entitled to be indemnified by the charity trustees who were responsible for such failure. 教會必須償還因慈善信託委員會未能妥善召開常務會議，而導致會員召開會議所需的任何合理開支。但教會有權要求由失職的慈善信託委員賠償損失。

(3) Notice of general meetings 常務會議通告

(a) The charity trustees, or, as the case may be, the relevant members of the Church, must give at least 14 clear days notice of any general meeting to all of the members. 教會的慈善信託委員或相關會員，必須在至少14天前，向所有會員發出會議舉行通知。

(b) If it is agreed by not less than 90% of all members of the Church, any resolution may be proposed and passed at the meeting even though the requirements of sub-clause (3) (a) of this clause have not been met. This sub-clause does not apply where a specified period of notice is strictly required by another clause in this constitution, by the Charities Act 2011 or by the General Regulations. 若教會有不少於90%會員同意，則可以在會議上提出及通過任何決議，即使未能符合本條款的(3)(a)項的要求。但該條款並不適用於本憲章內載的其他條款及《慈善法2011》並《一般規例》所規定的通知期限。

(c) The notice of any general meeting must: 任何常務會議的通知必須：

(i) state the time and date of the meeting; 列明會議的日期和時間；

(ii) give the address at which the meeting is to take place; 提供會議的地址；

(iii) give particulars of any resolution which is to be moved at the meeting, and of the general nature of any other business to be dealt with at the meeting; and 提供將在會議上討論的任何具體議案，及一般性質的其他事項；

(iv) if a proposal to alter the constitution of the Church is to be considered at the meeting, include the text of the proposed alteration; 若在會議上考慮修改本教會憲章，須於通告列出擬訂修改的內容；

(v) include, with the notice for the AGM, the annual statement of accounts and trustees' annual report, details of persons standing for election or re-election as trustee, or where allowed under clause 22 (Use of electronic communication), details of where the information may be found on the Church's website. 於「週年會員大會」通告中，包括年度帳目報表及信託委員會年度報告，並有關參選或重選信託委員人士的資料，或根據第22條 (電子通訊的使用) 所允許且可於教會網站上找到的資訊。

(d) Proof that an envelope containing a notice was properly addressed, prepaid and posted; or that an electronic form of notice was properly addressed and sent, shall be conclusive evidence that the notice was given. Notice shall be deemed to be given 48 hours after it was posted or sent. 要有「郵件付寄證明」以證明付有通告的信件正確地寫上地址，並且已付郵費及寄出；或恰當地發出電子通告，亦可視為通知已發出的確證。通告在郵寄或發出的48時後當為通告已發予收件人。

(e) The proceedings of a meeting shall not be invalidated because a member who was entitled to receive notice of the meeting did not receive it because of accidental omission by the Church. 會議不會因意外失誤引致個別會員沒有收到會議通知書而失效。

(4) Chairing of general meetings 常務會議主席

The person nominated as chair by the charity trustees under clause 19(2) (Chairing of meetings), shall, if present at the general meeting and willing to act, preside as chair of the meeting. Subject to that, the members of the Church who are present at a general meeting shall elect a chair to preside at the meeting. 由慈善信託委員會根據第19(2)條 (會議主席) 提名主席人選，如該人選出席會議並願意主持，則該人選須出任主席主持會議。除此之外，出席會議的會員亦有權選擇主席主持會議。

(5) Quorum at general meetings 會議的法定人數

(a) No business may be transacted at any general meeting of the members of the Church unless quorum is present when the meeting starts. 除非在會議開始前有足夠的法定人數，否則不得在任何教會會員常務會議內處理任何事務。

(b) Subject to the following provisions, the quorum for general meeting shall be 50% of members. An organisation represented by a person present at the meeting in accordance with sub-clause (7) of this clause, is counted as being present in person. 取決於下列規定，常務會議的法定人數為教會會員人數的50%。按照本條款第7項，代表組織出席會議的人士將被視為組織親自出席會議。

(c) If the meeting has been called by or at the request of the members and a quorum is not present within 30 minutes of the starting time specified in the notice of the meeting, the meeting is closed. 若會議是由會員召開或應會員要求召開，而在會議通告所指明的開始時間後30分鐘內未有足夠法定人數時，則會議結束。

(6) Voting at general meetings 常務會議中的表決

(a) Any decision other than one falling within clause 10(3) (Decisions that must be taken in a particular way) shall be taken by a majority of votes cast at the meeting. Every member has one vote. 除第10(3)條 (必須以特定方式作出的決策)外的任何決策，均須於會議取得多數票才能通過。每位會員擁有一票。

(b) A resolution put to the vote of a meeting shall be decided on a show of hands, unless (before or on the declaration of the result of the show of hands) a poll is duly demanded. A poll may be demanded by the chair or by at least 20% of the members present in person or by proxy at the meeting. 經會議表決的決議可以舉手方式表

決，除非（舉手表決結果時或之前）正式要求進行投票。主席本人或有超過20%出席的會員或其代表可要求投票。

(c) A poll demanded on the election of a person to chair the meeting or on a question of adjournment must be taken immediately. A poll on any other matter shall be taken, and the result of the poll shall be announced, in such manner as the chair of the meeting shall decide, provided that the poll must be taken, and the result of the poll announced, within 30 days of the demand for the poll. 選舉會議主席或休會問題的投票要求必須立即進行。對任何其他事宜也可進行投票，若投票則結果須以會議主席決定的方式公佈，而投票結果須於30天內公佈。

(d) A poll may be taken: 投票可於以下情況進行：

(i) at the meeting at which it was demanded; or 於會議內有需要時；

(ii) at some other time and place specified by the chair; or 於主席指明的其他時間及地點；或

(iii) through the use of postal or electronic communications. 通過使用郵寄或電子通信方式。

(e) Any objection to the qualification of any voter must be raised at the meeting at which the vote is cast and the decision of the chair of the meeting shall be final. 對任何投票人士的資格的任何反對必須在會議中提出，會議主席有最終決定權。

(f) A secret ballot may be held at a general meeting on any resolution at the request of the charity trustees, the chair of the meeting or of 20% of the Church members present at the meeting. Members will be issued with a separate ballot paper for each resolution subject to a secret ballot. The chair will appoint two members to collect and count the ballot papers in such a manner that preserves the anonymity of the votes cast. The members counting the votes shall be permitted to vote. No further business shall be conducted until the votes have been counted and reported to the chair of the meeting who will then announce the result of the ballot. There shall be a recount by two other members appointed by the chair in respect of any resolution subject to a secret ballot where, on the first count, the number of votes cast in favour of the resolution is less than ten percentage points higher than the percentage threshold required for the resolution to be passed. A maximum of one recount may be carried out in respect of each resolution that is subject to a secret ballot. In every secret ballot, the number of votes cast for and against the resolution shall be recorded in the minutes of the meeting. 由慈善信託委員會、會議主席或有20%出席的會員要求，則可就會議的任何決議案要求進行不記名投票。就每項決議以不記名投票方式向每位會員分發一張單獨的選票。主席將指定兩位會

員收集和點算選票，以保持投票的匿名性質。點算選票的會員可被允許投票。在票數點算並報告主席到宣佈結果前，不得進行進一步事宜。任何有關決議的不記名投票於首輪點票時，贊成通過決議的票數比所需要通過決議的票數不多於10%時，主席可以指定另外兩位會員重新點選票數。任何不記名投票的決議最多只能重點票數一次。於每一次不記名投票，投票贊成決議及反對的數目會被記錄於會議紀錄。

(g) A secret ballot may also take place at other times and/or over an extended period, at the request of the charity trustees or the chair of the meeting. If such a ballot is to take place a summary of any discussion at the meeting must be recorded and circulated to Church members with the proposal and voting arrangements. 慈善信託委員會或會議主席可要求在其他時間和/或延長時間進行不記名投票。若進行這樣的投票，必須記錄任何會議上的討論的摘要，並將提案及投票安排通知教會會員。

(7) Adjournment of meetings 會議休會

The chair may with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting to another time and/or place. No business may be transacted at an adjourned meeting except business which could properly have been transacted at the original meeting. 主席可在有足夠法定人數出席的會議並得許可下，及在會議過程引發時，將會議休止至其他時間及/或其他地點。除非事宜適宜於原會議中完成，否則不得於休會期間處理任何事宜。

12. Charity trustees 慈善信託委員會

(1) Functions and duties of charity trustees 慈善信託委員會的運作和職責

The charity trustees shall manage the affairs of the Church and may for that purpose exercise all the powers of the Church. It is the duty of each charity trustee: 信託委員會須管理教會事務，並可為此目的行使教會的一切權力。每位慈善信託委員有責任去：

(a) to exercise his or her powers and to perform his or her functions as a trustee of the Church in the way he or she decides in good faith would be most likely to further the purposes of the Church; and 行使其權力及以真誠履行其作為教會信託委員的工作，推廣教會的宗旨；和

(b) to exercise, in the performance of those functions, such care and skill as is reasonable in the circumstances having regard particular to: 特別是於下列情況履行職責時，適當地運用關顧和技巧：

- (i) any special knowledge or experience that he or she has or holds himself or herself out as having; and 在他/她明顯地擁有特別知識或經驗；和
- (ii) if he or she acts as a charity trustee of the Church in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession. 如果他/她以教會慈善信託委員身份工作時，仍然要維持其專業或事工上的操守。

(2) Eligibility for trusteeship 信託委員資格

(a) Every charity trustee must be a natural person. 每位慈善信託委員必須是自然人。

(b) No one may be appointed as a charity trustee: 不得委任為慈善信託委員：

- If he or she is under the age of 18 years; or 若他或她未滿18歲；或

- If he or she would automatically cease to hold office under the provisions of clause 15(1)(f). 若他或她因第15(1)(f)條規定自動停職。

(c) No one is entitled to act as a charity trustee whether on appointment or on any re-appointment until he or she has expressly acknowledged, in whatever way the charity trustees decide, his or her acceptance of the office of charity trustee. 在慈善信託委員會以任何方式確認其接受慈善信託委員職位前，任何人即使獲委任或重新委任，均無權作為慈善信託委員。

(d) Every Trustee shall be a member of the church. 每位信託委員均為教會會員。

(e) Every Trustee must adhere in lifestyle and belief to the doctrinal basis. 每位信託委員必須於其生活方式和信仰遵守基本信條。

(3) Number of charity trustees 慈善信託委員數目

There must be at least four charity trustees. If the number falls below this minimum, the remaining trustee or trustees may act only to call a meeting of the charity trustees, or appoint a new charity trustee. There must be no more than 12 trustees. 必須有至少四位慈善信託委員。若人數少於最低限額，其餘委員只能召開慈善委員會會議，或委任一位新慈善信託委員。不能多於12位委員。

(4) Ex officio Trustee 當然委員

The Minister of the Church for the time being (“the office holder”) shall automatically (“ex-officio”) be a charity trustee, for as long as he or she holds that office. 時任教會牧師 (職位持有人) 將自動成為慈善信託委員，直至離任該職位。

(5) First charity trustees 首席慈善信託委員

The first charity trustees of the Church are : Eric Chan, Solomon Ho, Tommy Kwan and Maw Joo Tan 教會的首席慈善信託委員是：陳六有, 何海明, 關浩賢, 陳慕儒

13. Appointment of charity trustees 慈善信託委員的委任

Elected charity trustees 當選的慈善信託委員

(a) At every third annual general meeting of the members of the Church, at least 2 elected charity trustees shall retire from office. 每三屆教會「週年會員大會」，至少2名當選的慈善信託委員應退任。

(b) The charity trustees to retire by rotation shall be those who have been longest in office since their last appointment or reappointment. If any trustees were last appointed or reappointed on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot; 輪值退任的慈善信託委員應是由其上次獲委任或重新委任計在任最長的委員。若任何委員與該退任委員是同一日獲委任或重新委任的，(除非他們彼此同意)，則應由抽籤決定；

(c) The vacancies so arising may be filled by the decision of the members at the annual general meeting on prior recommendation by the Trustees of suitable candidates; any vacancies not filled at the annual general meeting may be filled as provided in sub-clause (d) of this clause; 出現的空缺可由會員在「週年會員大會」就信託委員會預先建議的人選作出填補決定；未有於「週年會員大會」填補的空缺將根據本條款(d)項填補；

(d) The members (on prior recommendation by the charity trustees of suitable candidates) or the charity trustees may at any time decide to appoint a new charity trustee, whether in place of a charity trustee who has retired or been removed in accordance with clause 15 (Retirement and removal of charity trustees), or as an additional charity trustee, provided that the limit specified in clause 12(3) on the number of charity trustees would not as a result be exceeded; 會員 (於慈善信託委員會事先提議合適人選) 或慈善信託委員會可隨時決定委任一位新的慈善信託委員，無論是填補委員退休或根據第15條 (慈善信託委員的退休或免任)的離任，或作為多一位委員，但須符合第12(3)條所載的委員人數限額。

(e) A person so appointed by the members of the Church shall retire in accordance with the provisions of sub-clauses (b) and (c) of this clause. 任何人獲教會會員委任須根據本條款的(b)及(c)項的規定退休。

(f) The required majority for appointment of new trustees shall be 75% of the vote of the members. 委任新信託委員需要得到會員投票中的75%大多數決定。

14. Information for new charity trustees 給新慈善信託委員的資訊

The charity trustees will make available to each new charity trustee, on or before his or her first appointment: 慈善信託委員會將在首次委任時或之前，向每位新委員提供：

(a) a copy of this constitution and any amendments made to it; and 一份本憲章及任何對該憲章之修訂的副本；及

(b) a copy of the Church's latest trustees' annual report and statement of accounts. 一份本教會最新的信託委員會週年報告及帳目報表的副本。

15. Retirement and removal of charity trustees 慈善信託委員的退休及免任

(1) A charity trustee ceases to hold office if he or she: 於以下情況，慈善信託委員將中止其職位：

(a) retires by notifying the Church in writing (but only if enough charitable trustees will remain in office when the notice of resignation takes effect to form a quorum for meetings); 以書面通知教會退休 (但只有在辭職通知生效時，依然有足夠的在任慈善信託委員能組成有足夠法定人數的會議時)；

(b) is absent without the permission of the charity trustees from all their meetings held within a period of six months and the trustees resolve that his or her office be vacated; 於過去六個月在未得到慈善信託委員會同意下缺席所有的會議，及委員會決定將其職位騰空；

(c) dies; 去世；

(d) in the written opinion, given to the company, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a director and may remain so for more than three months; 由註冊醫生向公司發出書面意見，指其身體上或精神上無能力擔任董事，及此情況將維持超過三個月；

(e) is removed by the members of the Church in accordance with sub-clause (2) of this clause; or 由教會會員根據本條款第(2)項罷免；或

(f) is disqualified from acting as a charity trustee by virtue of sections 178-180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision). 根據《慈善法2011》第178-180條 (或該條文的任何法定重新頒布或修改) 取消其慈善信託委員資格。

(2) A charity trustee shall be removed from office if a resolution to remove that trustee is proposed at a general meeting of the members called for that purpose and properly convened in accordance with clause 11, and the resolution is passed by a two-thirds majority of votes cast at the meeting. 若於因罷免某信託委員而根據第11條召開的會員常務會議上，提出罷免決議，並得到三分之二的投票讚成通過決議，則該信託委員可被罷免。

(3) A resolution to remove a charity trustee in accordance with this clause shall not take effect unless the individual concerned has been given at least 14 clear days' notice in writing that the resolution is to be proposed, specifying the circumstances alleged to justify removal from office, and has been given a reasonable opportunity of making oral and/or written representations to the members of Church. 根據本條款作出的慈善信託委員罷免決議不能生效，除非有關該信託委員於決議前至少14天已得到書面通知該項決議案，並指明被罷免的情況，及給予其向教會會員一個合理的口頭和/或書面抗辯的機會。

16. Reappointment of charity trustees 重新委任慈善信託委員

Any person who retires as a charity trustee by rotation or by giving notice to the Church is eligible for reappointment. A charity trustee who has served for three consecutive terms may not be reappointed for a fourth consecutive term but may be reappointed after an interval of at least one year. 任何通過輪值退任或向教會發出辭任通知的人士均有資格再獲委任。已連任三屆的信託委員不能連任第四屆，但可於一年後獲重新委任。

17. Taking of decisions by charity trustees 接受慈善信託委員會的決策

Any decision may be taken either: 任何決策可於下列情況下實行：

☐ at a meeting of the charity trustees; or 於慈善信託委員會會議上；或

☐ by resolution in writing or electronic form agreed by all of the charity trustees, which may comprise either a single document or several documents containing the text of the resolution in like form to each of which one or more charity trustees has

signified their agreement. 由所有信託委員以書面或電子方式決議同意，文件可包括單一文件或數份包含決議並由一或多位委員簽名同意該決議的文件。

18. Delegation by charity trustees 慈善信託委員會之授權

(1) The charity trustees may delegate any of their powers or functions to a committee or committees, and, if they do, they must determine the terms and conditions on which the delegation is made. The charity trustees may at any time alter those terms and conditions, or revoke the delegation. 慈善信託委員會可將權力或職責交付予一個或多個委員會，若然如此，他們必須確定授權的條款及細則。慈善信託委員會可隨時修改該條款及細則，或撤銷授權。

(2) This power is in addition to the power of delegation in the General Regulations and any other power of delegation available to the charity trustees, but is subject to the following requirements: 此權力是附加於《一般規例》及其他方面授與信託委員會的權力，但須合乎以下條件：

(a) a committee may consist of two or more persons, but at least one member of each committee must be a charity trustee; 委員會可由兩個或以上人士組成，但每個委員會至少一名成員必須是慈善信託委員；

(b) the acts and proceedings of any committee must be brought to the attention of the charity trustees as a whole as soon as is reasonably practicable; and 任何委員會的工作及活動必須適時地通知慈善信託委員會；及

(c) the charity trustees shall from time to time review the arrangements which they have made for the delegation of their powers. 慈善信託委員會須不時檢討授權安排。

19. Meetings and proceedings of charity trustees 慈善信託委員會的會議及工作

(1) Calling meetings 召開會議

(a) Any charity trustee may call a meeting of the charity trustees. 任何慈善信託委員也可提出召開信託委員會會議。

(b) Subject to that, the charity trustees shall decide how their meetings are to be called, and what notice is required. 除此之外，信託委員會可決定如何召開會議，及需要如何通知。

(2) Chairing of meetings 會議主席

The charity trustees may appoint one of their number to chair their meetings and may at any time revoke such appointment. If no-one has been so appointed, or if the person appointed is unwilling to preside or is not present within 10 minutes after the time of the meeting, the charity trustees present may appoint one of their number to chair the meeting.

慈善信託委員會可委任其中一名成員主持會議，並可隨時撤銷該委任。若沒有人獲委任，或獲委任者不願意主持會議，或於會議開始10分鐘後依然未到場，則出席的信託委員可委任其中一位成員主持會議。

(3) Procedure at meetings 會議程序

(a) No decision shall be taken at a meeting unless a quorum is present at the time when the decision is taken. The quorum is three charity trustees, or the number nearest to two thirds of the total number of charity trustees, whichever is greater, or such larger numbers as the charity trustees may decide from time to time. A charity trustee shall not be counted in the quorum present when any decision is made about a matter upon which he or she is not entitled to vote. 若於決策時沒有足夠法定人數，決策不得在會議上通過。法定人數為三位信託委員，或信託委員總數的三分之二，兩者以數目較大者為準。若有信託委員沒有投票權，則該信託委員不能於任何決策上計入法定人數。

(b) Questions arising at a meeting shall be decided by a majority of those eligible to vote. 會議中產生的問題應由有投票權的成員，以大比數作決定。

(4) Participation in meetings by electronic means 以電子方式參加會議

(a) A meeting may be held by suitable electronic means agreed by the charity trustees in which each participant may communicate with all the other participants. 會議可由慈善信託委員會所同意的適當電子方式舉行，每名參與者可與其他參與者溝通。

(b) Any charity trustee participating at a meeting by suitable electronic means agreed by the charity trustees in which a participant or participants may communication with all the other participants shall qualify as being present at the meeting. 任何以電子方式參與會議的慈善信託委員，只要能與其他參與者溝通，則可視為出席會議。

(c) Meetings held by electronic means must comply with rules for meetings, including chairing and the taking of minutes. 以電子方式舉行的會議必須遵照會議規定，包括主持及會議紀錄。

20. Saving provisions 保留條款

(1) Subject to sub-clause (2) of this clause, all decisions of the charity trustees, or of a committee of charity trustees, shall be valid notwithstanding the participation in any vote of a charity trustee: 取決於本條款第(2)項，所有慈善信託委員會或授權委員會的決策，儘管參與投票的慈善信託委員出現以下情況，仍屬有效：

☐ who was disqualified from holding office; 被撤消職位；

☐ who had previously retired or who had been obliged by the constitution to vacate office; 經已退休或已被本憲章規定放棄職位；

☐ who was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise; 由於利益衝突或其他原因，無權就事項投票；

if, without the vote of that charity trustee and that charity trustee being counted in the quorum, the decision has been made by a majority of the charity trustees at a quorate meeting. 若該慈善信託委員沒有投票及計入法定人數，而該決策於有足夠法定人數的會議以大比數通過。

(2) Sub-clause (1) of this clause does not permit a charity trustee to keep any benefit that may be conferred upon him or her by a resolution of the charity trustees of the charity trustees or of a committee of charity trustees if, but for clause (1), the resolution would have been void, or if the charity trustee has not complied with clause 7 (Conflicts of interest).

本條款的第(1)項不容許信託委員保留由慈善信託委員會或授權委員會決議授予其的任何利益，若對於第(1)項該決議將無效，或若慈善信託委員沒有遵守第7條(利益衝突)。

21. Execution of documents 文件簽立

(1) The Church shall execute documents either side by signature or by affixing its seal (if it has one). 教會須以簽署或蓋上印章(如有)簽立文件。

(2) A document is validly executed by signature if it is signed by at least two of the charity trustees. 若文件由兩位以上慈善信託委員簽署，則該文件是有效簽立的。

(3) If the Church has a seal: 若教會有印章：

(a) it must comply with the provisions of the General Regulations; and 必須遵守《一般規例》的規定；和

(b) it must only be used by the authority of the charity trustees or of a committee of charity trustees duly authorised by the charity trustees. The charity trustees may determine who shall sign any document to which the seal is affixed and unless otherwise so determined it shall be signed by two charity trustees. 只有由慈善信託委員會正式授權的人士才能使用印章。信託委員會有權決定誰人須簽署蓋章文件，除非另有決定，否則須由兩名信託委員簽署。

22. Use of electronic communications 電子通信使用

(1) General 一般

The Church will comply with the requirements of the Communications Provisions in the General Regulations and in particular: 本教會將遵守《一般規例》的通訊規定的要求，特別是：

(a) the requirement to provide within 21 days to any member on request a hard copy of any document or information sent to the member otherwise than in hard copy form; 規定於21天內按任何會員的要求提供任何文件或資料的電子副本，或列印本。

(b) any requirements to provide information to the Commission in a particular form or manner. 以特定形式或方式向委員會提供資料的任何要求。

(2) To the Church 給教會

Any member or charity trustee of the Church may communicate electronically with the Church to an address specified by the Church for the purpose, so long as the communication is authenticated in a matter which is satisfactory to the Church. 教會的任何會員或信託委員可以教會指定的地址與教會進行交流，只要該交流得到教會滿意及認可。

(3) By the Church 由教會

(a) Any member or charity trustee of the Church, by providing the Church with his or her email address or similar, is taken to have agreed to receive communications from the Church in electronic form at that address, unless the member has indicated to the Church his or her unwillingness to receive such communications in that form. 教會任何會員或信託委員，只要向教會提供個人電郵地址，即被視為同意在該地址以電子方式接收來自教會的信息。除非該會員向教會表明不願意以該方式通信。

(b) The charity trustees may, subject to compliance with any legal requirements, by means of publication on its website: 慈善信託委員會可在符合任何法律定的情況下，在其網站發佈：

(i) provide the members with the notice referred to in clause 11(3) (Notice of general meetings); 向會員提供第11(3)條 (常務會議通告) 所指的通知；

(ii) give charity trustees notice of their meetings in accordance with clause 19(1) (Calling meetings); and 根據第18(1)條 (召開會議) 向信託委員發出會議通知；及

(iii) submit any proposal to the members or charity trustees for decision by written resolution or postal vote in accordance with the Church's powers under clause 10 (Members' decisions), 10 (3) (Decisions taken by resolution in writing). 根據第10條 (會員決策)、第10(3) (以書面形式通過決議) 的教會權力，向會員或信託委員提交任何以書面決議或郵寄投票的計劃書。

(c) The charity trustees must: 慈善信託委員會必須：

(i) take reasonable steps to ensure that members and charity trustees are promptly notified of the publication of any such notice or proposal; 採取合理措施以確保儘快通知會員及信託委員任何該類通告或計劃的發佈；

(ii) send any such notice or proposal in hard copy form to any member or charity trustee who has not consented to receive communications in electronic form. 向任何未同意以電子通信的會員或信託委員發放任何該類通告或計劃的硬印本。

23. Keeping of Registers 保存登記名冊

The Church must comply with its obligations under the General Regulations in relation to the keeping of, and provisions of access to, registers of its members and charity trustees. 教會必須遵守《一般規例》內關於保存其會員及信託委員的登記冊的規定及其使用條款的責任。

24. Minutes 會議記錄

The charity must keep minutes of all: 必須保存所有關於下列事務的會議紀錄：

(1) appointments of officers made by the charity trustees; 由信託委員會發出的委任；

(2) proceedings at general meetings of the Church; 教會常務會議的會議過程；

(3) meetings of the charity trustees and committees of charity trustees including: 信託委員會及授權委員會的會議包括：

☐ the names of the trustees present at the meeting; 出席信託委員的姓名；

☐ the decisions made at the meetings; and 於會議上的任何決策；及

☐ where appropriate the reasons for the decisions; 酌情說明決策的理由；

(4) decisions made by the charity trustees otherwise than in meetings. 慈善信託委員會於非會議上的決策。

25. Accounting records, accounts, annual reports and returns, register maintenance 會計記錄、帳目、年度報告及收益、登記冊保存

(1) The charity trustees must comply with the requirements of the Charities Act 2011 with regard to the keeping of accounting records, to the preparation and scrutiny of statements of account, and to the preparation of annual reports and returns. The statements of account, reports and returns must be sent to the Charity Commission, regardless of the income of the Church, within 10 months of the financial year end. 慈善信託委員會必須遵守《慈善法2011》有關保存會計記錄、編制和審核帳目，及編制年度報告和收益的要求。帳目報表、報告及收益，不論教會收入如何，必須在財政年度結束後10個月內送交「慈善事務委員會」。

(2) The charity trustees must comply with their obligation to inform the Commission within 28 days of any change in the particulars of the Church entered on the Central Register of Charities. 慈善信託委員會必須履行其義務，於28天內通知「慈善事務委員會」有關任何於《中央慈善機構登記冊》中的資料更改。

26. Rules 規則

The charity trustees may from time to time make such reasonable and proper rules or bye laws as they may deem necessary or expedient for the proper conduct and management of the Church, but such rules or bye laws must not be inconsistent with any provision of this constitution. Copies of any such rules or bye laws currently in force must be made available to any member of the Church on request. 慈善信託委員會可不時訂立他們認為需要或可更恰當地組織及管理教會的合理規則，但該規則不得與本憲章有任何抵觸。必須應本教會會員要求，提供現行有效的任何此類規則的副本。

27. Disputes 爭議

If a dispute arises between members of the Church about the validity or propriety of anything done by the members under this constitution, and the dispute cannot be resolved by agreement, the parties to the dispute must first try in good faith to settle the dispute by mediation before resorting to litigation. 若教會會員之間發生關於因

本憲章所造成事情的有效性或合宜性的爭議，並該爭議不能通過協商解決，則爭議各方必須在訴諸訴訟前，先真誠地嘗試通過調解解決問題。

28. Amendment of constitution 憲章修正案

As provided by sections 224-227 of the Charities Act 2011: 按《慈善法2011》第224-227條規定：

(1) This constitution can only be amended: 本憲章只能於下列情況被修改：

(a) by resolution agreed in writing by all members of the Church; or 教會所有會員以書面同意的決議；或

(b) by a resolution passed by a 75% majority of votes cast at a general meeting of the members of the Church. 在教會會員常務會議上，決議有75%投票通過。

(2) Any alternation of clause 3 (Objects), clause 29 (Voluntary winding up or dissolution), this clause, or of any provision where the alteration would provide authorisation for any benefit to be obtained by charity trustees or members of the Church or persons connected with them, requires the prior written consent of the Charity Commission. 任何有關第3條 (宗旨)的修改，第29條 (自願關閉或解散)，本條，或任何條文經修改後會授權本教會信託委員會或會員獲得任何利益的條款，需要事先得到「慈善事務委員會」的書面同意。

(3) No amendment that is inconsistent with the provisions of the Charities Act 2011 or the General Regulations shall be valid. 任何與《慈善法2011》或《一般規例》的條文不一致的修訂，均屬無效。

(4) A copy of every resolution amending the constitution, together with a copy of the Church's constitution as amended, must be sent to the Commission within 15 days from the date on which the resolution is passed. The amendment does not take effect until it has been recorded in the Register of Charities. 修訂憲章的每項決議的副本，連同修正的教會憲章副本，必須於該決議通過後15天內送交「慈善事務委員會」。該修訂只有在記入《慈善組織登記冊》後才生效。

29. Voluntary winding up or dissolution 自願清盤或解散

(1) As provided by the Dissolution Regulations, the Church may be dissolved by the resolution of its members. Any decision by the members to wind up or dissolve the Church can only be made: 按《解散條例》規定，教會可根據會員的決議解散。會員只可以於下列情況作出關閉或解散教會的決定：

(a) at a general meeting of the members of the Church called in accordance with clause 11 (Meetings of Members), of which not less than 14 days' notice has been given to those eligible to attend and vote: 於按第11條 (會員會議)召開的教會會員常務會議上，並有資格出席及投票者獲至少14天的會議通知，並：

(i) by a resolution passed by a 75% majority of those voting, or 經投票且有75%多數票贊成通過決議；或

(ii) by a resolution passed by the decision taken without a vote and without any expression of dissent in response to the question put to the general meeting; or 未經投票而通過的決議，及於常務會議上並未有任何就該決議問題作出異議的；或

(b) by a resolution agreed in writing by all members of the Church. 由教會所有會員以書面形式贊成決議。

(2) Subject to the payment of all the Church's debts: 有關償還教會的所有債務：

(a) Any resolution for the winding up of the Church, or for the dissolution of the Church without winding up, may contain a provision directing how any remaining assets of the Church shall be applied. 任何關於教會清盤或沒有清盤而解散的決議，可包含一項條文指示如何使用教會任何剩餘的資產。

(b) If the resolution does not contain such a provision, the charity trustees must decide how any remaining assets of the Church shall be applied. 若決議未包含該條文，慈善信託委員會必須決定如何使用教會任何剩餘的資產。

(c) In either case the remaining assets must be applied for charitable purposes the same as or similar to those of the Church. 在任何一種情況下，剩餘的資產只可用於與教會相同或相似的慈善用途。

(3) The Church must observe the requirements of the Dissolution Regulations in applying to the Commission for the Church to be removed from the Register of Charities, and in particular: 教會必須遵守《解散條例》向「慈善事務委員會」申請從《慈善機構登記冊》中刪除，特別是：

(a) the charity trustees must send with their application to the Commission: 慈善信託委員必須向「慈善事務委員會」遞交申請：

(i) a copy of the resolution passed by the members of the Church; 教會會員通過決議的副本；

(ii) a declaration by the charity trustees that any debts and other liabilities of the Church have been settled or otherwise provided for in full; and 一份慈善信託委員會發出的有關教會任何債務或其他法律責任的安排或債務已全數償還的證明；及

(iii) a statement by the charity trustees setting out the way in which any property of the Church has been or is to be applied prior to its dissolution in accordance with this constitution; 一份慈善信託委員會發出的聲明，列出在按本憲章解散教會前，教會物業的安排。

(b) the charity trustees must ensure that a copy of the application is sent within seven days to every member and employee of the Church, and to any charity trustee of the Church who was not privy to the application. 慈善信託委員會必須確保於7天內將申請書副本送交教會每位會員及僱員，並所有未知該項申請的教會信託委員。

(4) If the Church is to be wound up or dissolved in any other circumstances, the provision of the Dissolution Regulations must be followed. 若教會在任何其他情況下清盤或解散，必須遵守《解散條例》的規定。

30. Interpretation 名詞定義

In this constitution: 於本憲章中：

“**connected person**” means: 「**相關人士**」:意即：

(a) a child, parent, grandchild, grandparent, brother or sister of the charity trustee; 慈善信託委員的子女、父母、孫子女、祖父母、兄弟姐妹；

(b) the spouse or civil partner of the charity trustee or of any person falling within sub-clause (a) above; 慈善信託委員的配偶或法定伴侶或任何上述(a)項所列出的人士的配偶或法定伴侶；

(c) a person carrying on business in partnership with the charity trustee or with any person falling within sub-clause (a) or (b) above; 慈善信託委員的商業夥伴或任何上述(a)項所列出的人士的商業夥伴；

(d) an institution which is controlled – 受下列人士所管轄的機構：

(i) by the charity trustee or any connected person falling within sub-clause (a), (b), or (c) above; or 慈善信託委員或屬上述(a)、(b)或(c)項所指的相關人士；或

(ii) by two or more persons falling within sub-clause (d)(i), when taken together; 屬上述(d)(i)項所指的兩名或以上的人士。

(e) a body corporate in which – 於法人團體中 :

(i) the charity trustee or any connected person falling within sub-clauses (a) to (c) has a substantial interest; or 慈善信託委員或屬上述(a)至(c)項所指的相關人士具有可觀權益的；或

(ii) two or more persons falling within sub-clause (e)(i) who, when taken together, have a substantial interest. 當兩個或以上屬(e)(i)項所指的人士同時具有可觀的權益的。

Section 118 of the Charities Act 2011 shall apply for the purposes of interpreting the terms used in this constitution.

《慈善法2011》第118條適用於解釋本憲章中使用的條款。

“**General Regulations**” means the Charitable Incorporated Organisations (General) Regulations 2012.

《一般規例》：即指慈善法人機構(一般)規例 2012。

“**Dissolution Regulations**” means the Charitable Incorporated Organisations (Insolvency and Dissolution) Regulations 2012.

解散條例：即指慈善法人機構(破產及解散)守則2012。

The “**Communications Provisions**” means the Communications Provisions in the General Regulations.

「通報規定」：即指《一般規例》內的通報規定。

“**charity trustee**” means a charity trustee of the Church.

慈善信託委員：意為本教會的慈善信託委員。

A “**poll**” means a counted vote or ballot, usually (but not necessarily) in writing.

投票：即為以書面形式(但不一定)進行的記名或不記名投票。

Doctrinal Basis 基本信條

The Church accepts the Bible (containing the Old Testament and New Testament only) as the authoritative Word of God. We believe and maintain the following:- 本教會接受聖經（新舊約全書）為神權威的話語。

我們堅信以下各點：

1. The unity of the Father, the Son and Holy Spirit in the God-head. 聖父、聖子、聖靈乃三位一體的真神。
2. The sovereignty of God in creation, revelation, redemption and the final judgement. 神於創造、啟示、拯救及末世審判有至高無上的主權。
3. The divine inspiration and infallibility of the Holy Scripture, as originally given, and its supreme authority in all matters of faith and conduct. 聖經原是神所默示的，絕對正確無誤；是信徒信德的絕對標準。
4. The universal sinfulness and guilt of human nature since the Fall, rendering man subject to God's wrath and condemnation. 自始祖犯罪以後，舉世人類皆有罪；因此眾人都伏在神的震怒以下，被定為有罪。
5. Redemption from the guilt, penalty and power of sin only through the sacrificial death of Jesus Christ (as our Representative and Substitute), the Incarnate Son of God. 唯藉著神獨生子耶穌基督，道成肉身，為人代死，才能拯救我們脫離罪的權勢並懲罰。
6. The physical resurrection of Jesus Christ from the dead, and His ascension to the right hand of the throne of God the Father. 耶穌基督肉身從死裏復活，昇天，現今坐在父神寶座的右邊。
7. The necessity of the work of the Holy Spirit to make the death of Christ effective to the individual sinner, granting him repentance towards God and faith in Jesus Christ. 必須藉聖靈的工作才能使基督之死向個別罪人產生果效，令罪人悔改歸向基督並在耶穌基督裏建立信心。
8. The indwelling and the work of the Holy Spirit in the believer. 聖靈在信徒心中居住及工作。
9. The one holy universal Church, which is the Body of Christ, and to which all true believers belong. 凡真信徒皆屬於一普世聖教會，此教會乃基督的身體。
10. The expectation of the personal return of the Lord Jesus Christ. 凡真信徒皆屬於一普世聖教會，此教會乃基督的身體。