

**OPEN BIBLE STANDARD CHURCHES
OF TRINIDAD AND TOBAGO INCORPORATED
Trinidad & Tobago, West Indies**

CONSTITUTION

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CONSTITUTION

ARTICLE I

NAME AND PLACE OF BUSINESS

SECTION 1 NAME AND SEAL

The name of the Organization shall be Open Bible Standard Churches of Trinidad and Tobago Incorporated, hereinafter referred to in this Constitution and By-laws as “the Organization” or as “OBSCTT.” The Organization shall have a common seal with power to change such seal.

SECTION 2 PLACE OF BUSINESS

The principal place of business of the Organization shall be 36-40 Ruth Avenue, Les Efforts West, San Fernando, Republic of Trinidad and Tobago, West Indies, or such other place as may be determined by the National Convention. The Organization may also maintain other places of business outside of Trinidad and Tobago.

ARTICLE II

PURPOSE AND OBJECTS

SECTION 1 PURPOSE

The purpose of the Open Bible Standard Churches of Trinidad and Tobago Incorporated is to glorify God, and to preach the gospel of Jesus Christ in order to bring people to Him, and to minister to spiritual, emotional, physical and social needs (Luke 4:18-19).

SECTION 2 NON-PROFIT RELIGIOUS ORGANIZATION

Open Bible Standard Churches of Trinidad and Tobago Incorporated is a non-profit religious organization. It is established and operated exclusively for religious, philanthropic and educational purposes. This is achieved through local, regional, national and international ministries, through which we worship, preach, teach, disciple, educate, publish, establish churches and evangelize as outlined in the Scriptures and in the Principles and Policies of the Organization.

The income and property of the Organization whencesoever derived shall be applied solely towards the promotion of the purpose of the Organization as set forth in its Constitution for the time being in force and no portion thereof shall be paid or transferred directly or indirectly by way of dividend bonus, or otherwise howsoever by way of profit to its members provided that nothing herein contained shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the Organization or to any of its members in return for services actually rendered to the Organization nor

prevent the payment of interest at a rate which the Board of Directors shall approve on money borrowed by it, or reasonable and proper rent for premises demised or let to it by any member or other persons, nor prevent the payment of any other money for any other thing, cause or service which the Board of Directors may from time to time deem necessary for the advancement of the purpose of the Organization.

SECTION 3 OBJECTS

The objects of the Organization shall be as follows –

- I. To establish and maintain a suitable administrative structure in order to manage the affairs of the Organization.
- II. To license and ordain ministers of the gospel and missionaries for the furtherance of the work of the Organization in Trinidad and Tobago and other countries in accordance with such regulations as contained in the Principles and Policies of the Organization.
- III. To establish and to assist in the establishment of churches and to grant charters to churches and religious organizations which shall be subject to the Principles and Policies of the Organization.
- IV. To build, acquire, operate and maintain buildings for the purpose set out in Section 1 of this Article.
- V. To organize, conduct and maintain missionary endeavours in other countries according to the policies established by the Organization.
- VI. To network with other acceptable ministries and organizations in the propagation of the gospel as well as in ministry enhancement projects.

- VII. To build, own, establish, organize, and operate schools for religious and secular education, and institutions at pre-school, primary, secondary and tertiary levels.
- VIII. To own, operate or use radio and television stations or any other media now established or hereafter to be established for the dissemination of religious and secular knowledge.
- IX. To take part in charitable and philanthropic activities.
- X. To publish, sell and distribute Christian literature.
- XI. To organize and conduct religious services in the open air or any other place that the Organization may lawfully appoint.
- XII. To purchase, acquire by gift or otherwise, hold, receive, lease, possess and enjoy any lands or hereditaments whatsoever in fee simple for leasehold, or for any other estate or interest therein and all other property real or personal.
- XIII. To give, grant, let, charge, improve, develop, exchange, lease, mortgage, sell, convey, assign, dispose of, turn, account, or otherwise deal with all or any of the real and personal property of the Organization both present and future or any part thereof.
- XIV. To borrow or raise money on the security of property or otherwise.
- XV. It is intended that the foregoing objects and purposes of this Article shall not unless otherwise specified herein, be in any way limited or restricted by reference to or inference from the terms of any other Section of this or any other Article in the Constitution, but that the objects and

purposes specified in these Articles shall be regarded as a statement of general objects and purposes and not intended to limit the activities of the Organization as a charitable, religious and educational Organization.

ARTICLE III

GOVERNANCE, PRINCIPLES AND POLICIES

SECTION 1 GOVERNANCE

The Organization shall be bound and governed by its Principles and Policies for the time being in force.

SECTION 2 PRINCIPLES AND POLICIES

The Principles and Policies shall consist of the Act of Incorporation, Constitution, Bylaws, Articles of Faith, Ministerial Code of Ethics, Official Position Statements and all other regulations pertaining to the functioning of the Organization. All of the documents mentioned above shall be printed and packaged in the Principles and Policies manual for distribution to members and other parties designated by the National Board.

ARTICLE IV

MEMBERSHIP

SECTION 1 MEMBERSHIP

The membership shall consist of:

- I. All ordained, licensed, and associate ministers, credentialed with the Organization and in good standing.
- II. Churches designated as member churches and recognized as such by the Board of Directors and by the receiving of a charter of membership.
- III. All resident OBSCTT missionaries serving this Organization upon its request and in accordance with its Principles and Policies.
- IV. All national ministry coordinators.
- V. All members shall be subject to the rules, regulations and discipline of the Organization in accordance with its Principles and Policies

ARTICLE V

OFFICERS

SECTION 1 OFFICERS / DIRECTORS

- I. The National Officers shall be the National Board of Directors consisting of eleven members.
- II. The Organization shall have five Elder-Directors, one of whom shall be the National Elder-Director, four Superintendent-Directors and two Executive Directors and such other officers as provided for in its By-laws. (Acts 15:2, Acts 15:13, I Timothy 3:1, Titus 1:5, I Corinthians 12:5-6, 28).
- III. The National Board shall be the Trustees of the Organization

SECTION 2 ELECTIONS AND APPOINTMENTS

I. Elder-Directors

The five Elder-Directors of the National Board of Directors shall be elected by secret ballot at an Annual National Convention.

II. Superintendent-Directors

Each of the four (4) Superintendent-Directors together with two (2) alternates shall be elected by the pertinent Regional Assembly prior to the National Elections. The National Board shall supervise said elections. The

National Convention shall ratify and appoint elected individuals to the positions.

III. Executive Directors

The two Executive Directors of the National Board of Directors shall be appointed by the joint group of elected Elder-Directors and Superintendent-Directors.

SECTION 3 TERMS OF OFFICE

I. Elected Directors

All elected Directors of the National Board of Directors shall serve for a term of three years commencing thirty days after the date of the said elections.

II. Appointed Executive Directors

The Secretary-Treasurer and the Director of Administration shall be the executive directors and shall be appointed on probation subject to the terms and conditions set forth in the By-laws.

III. Vacancies

Any vacancies occurring during the term of office of an elected Director shall be filled by appointment by the National Board of Directors until the next meeting of the National Convention.

IV. Transition

There shall be an official meeting of the outgoing National Board with the newly elected board members at which time all official documents, board minutes, financial statements and accounts, the Seal of the Organization, and all other relevant documents shall be delivered to the newly elected board.

ARTICLE VI

MEETINGS

SECTION 1 NATIONAL CONVENTION

- I. The National Convention is the highest governing body of the Organization. The membership of the Organization shall meet annually as the National Convention. It shall meet physically for the purpose of conducting the business of the Organization and for fellowship not later than the 30th day of April at a place and date designated; and/or virtually by electronic media approved by the National Board of Directors.
- II. Participation by members and delegates entitled to vote at a meeting may be wholly or in part by physical presence or by means of electronic or virtual communication facilities prescribed by the National Board (hereinafter called "the Prescribed Electronic Media"). The Prescribed Electronic Media shall permit all persons participating in a meeting to hear each other and communicate with each other simultaneously and instantaneously. Participants in a meeting by the Prescribed Electronic Media shall be deemed to be present in person at the meeting.
- III. Participation by virtual or electronic means should be limited to persons whose physical attendance is not possible because of natural disasters, national emergencies, pandemics, incapacity due to medical conditions, or unavoidable absence from the island and for any other reason deemed acceptable by the National Board of Directors.

SECTION 2 SPECIAL MEETINGS

Special meetings of the National Convention may also be called by a two-thirds (2/3) vote of the entire National Board of Directors.

SECTION 3 MEETINGS OF THE NATIONAL BOARD OF DIRECTORS

Regular meetings of the National Board of Directors shall be held at least once per month and, at such times as they deem necessary or may be required by law and, at such place as the National Board of Directors may designate, and/or virtually by Prescribed Electronic Media as the National Board of Directors may approve.

SECTION 4 MINUTES

Minutes of all meetings of the National Convention and the National Board of Directors shall be kept or caused to be kept.

ARTICLE VII

REGIONS, NATIONAL MINISTRIES, INSTITUTIONS

SECTION 1 REGIONS

Geographical regions and districts shall be established and shall be modified by the National Board of Directors as the need may arise. Regions shall have the right to adopt standing rules to suit their particular needs subject to the approval of the National Board of Directors. Each region shall be an integral part of the Organization.

SECTION 2 NATIONAL MINISTRIES

National ministries shall be established and shall be modified by the National Board of Directors as the need may arise. Each national ministry shall be governed by the Principles and Policies of the Organization. Each ministry shall be an integral part of the Organization.

SECTION 3 INSTITUTIONS

Institutions shall be established and shall be modified by the National Board of Directors as the need may arise. Each Institution shall be governed by the Principles and Policies of the Organization. Each Institution shall be an integral part of the Organization.

ARTICLE VIII

LIABILITY

SECTION 1 PERSONAL LIABILITY

Directors, Members and persons duly appointed by the National Board or the National Convention in accordance with the Constitution and By-Laws shall be immune from personal liability in any action or proceeding for or in respect of any official act/s or matter/s performed or omitted to be performed, reasonably and in good faith in the exercise or discharge of his/her duties and/or functions in accordance with this Constitution and By-Laws, or for any debt or other liability lawfully accrued by the Organization save and except for liabilities prescribed in the laws of the Republic of Trinidad and Tobago.

ARTICLE IX

LEGAL INSTRUMENTS

SECTION 1 LEGAL INSTRUMENTS

All deeds, instruments and every other document to effectuate the purchase, acquisition, sale, transfer, mortgage, lease, assignment or other dealing in respect of real property, chattels or other personal property of any kind whatsoever shall be executed according to the Act of Parliament 1975/ Section No. 5.

All documents requiring the Seal of the Organization shall be sealed with its Common Seal in the presence of two of the Trustees for the time being in office as determined by the National Board who shall both sign all such documents, and such signing shall be *prima facie* evidence that the said Seal was duly affixed and that the same is the lawful Seal of the Trustees.

ARTICLE X

DISSOLUTION

SECTION 1 DISSOLUTION

- I. The Organization shall not be dissolved unless or until it has been established satisfactorily at an annual meeting or special meeting of the National Convention that it is no longer possible to continue to achieve and/or uphold the principal purposes for which it has been organized.
- II. A motion to dissolve shall not be presented by any person or persons or region or institution other than the National Board of Directors. The motion shall be in writing and signed by all the members of the National Board of Directors. The motion shall be presented for discussion but not voted upon at an annual National Convention or a special meeting of the National Convention called for that purpose. At the end of such discussion the motion shall be postponed and discussed and voted upon at an annual National Convention or a special meeting of the National Convention called for that purpose not earlier than six

months nor later than one year after the date of the first presentation of said motion. The motion shall not be sustained unless supported by at least a four-fifths majority of members voting.

- III. The quorum for any of the aforesaid meetings shall consist of not less than fifty percent of the aggregate number of ordained, licensed, and associate ministers, the heads of national ministries, and missionaries, and twenty-five percent of the lay delegates. The motion shall not be carried unless it is supported by at least four-fifths majority of the votes cast.

- IV. Upon the winding up or dissolution of the Organization, any property whatsoever remaining after the satisfaction of all its debts and liabilities, the same shall not be paid to or distributed among the officers or members of the Organization. However, in the absence of any statutory enactment made and provided, it shall be given or transferred to some other institution having Purpose and Objects similar to that of the Organization and which shall prohibit the distribution of its or their income and property among its officers and members to an extent at least as great as is imposed by said article hereof. Any such institution or institutions must be determined by a four-fifths majority of votes of the delegates present at an officially called meeting of the Organization at or before the time of dissolution or in default thereof by a Judge of the High Court of Justice as may have jurisdiction in the matter, and if and so far as effect cannot be given to this provision, then to some established charitable institution or institutions.

ARTICLE XI

AFFILIATION

SECTION 1 AFFILIATION

The Open Bible Standard Churches of Trinidad and Tobago Incorporated shall be associated with the Open Bible Standard Churches of U.S.A and other organizations of the Open Bible Standard Churches and with other organizations and enjoy cooperative fellowship with said organizations.

ARTICLE XII

AMENDMENTS

SECTION 1 PROCESS

This Constitution may be amended by at least a two-thirds majority vote of delegates present at the Annual National Convention or at a Special Meeting of the Organization duly called for that purpose.

Any proposed amendment shall be submitted in writing to the Secretary/Treasurer of the Organization on or before the 31st day of December of the year preceding the annual National Convention of the Organization or ninety days before a special meeting of the National Convention duly called for that purpose.

All proposed amendments shall be submitted in writing to all members of the Organization at least thirty days prior to the date of the Annual National Convention of the Organization or a special meeting of the National Convention duly called for that purpose.

SECTION 2 REVISION

The Constitution and By-laws shall be reviewed triennially by the Standing Committee appointed by the National Convention and recommendations resulting there-from shall be submitted to same. The National Convention may at its discretion authorize the National Board to appoint members to this committee.

SECTION 3 PRODUCTION AND DISTRIBUTION

Amendments to the Constitution and Bylaws shall be printed and distributed to the membership of the Organization biennially.