

CONSTITUTION OF THE TRANS-ORANGE CONFERENCE OF SEVENTH-DAY ADVENTISTS

Article I—Name

The name of the organization shall be known as the TRANS-ORANGE CONFERENCE OF SEVENTH DAY ADVENTISTS hereinafter referred to as the Conference.

Article II—Purpose

The purpose of the conference is to facilitate the proclamation of the everlasting gospel in the context of the three angels' messages of Revelation 14:6-12 to all peoples within its territory, leading them to accept Jesus as personal Saviour and to unite with Seventh-day Adventists, and nurturing them in preparation for His soon return.

Article III—Relationships—————

The Trans Orange Conference of Seventh-day Adventist is a part of the Southern Africa Union Conference of Seventh-day Adventists, -(hereinafter referred to as the SAU), which in turn is a part of the Southern Africa-Indian Ocean Division of Seventh-day Adventists (hereinafter referred to as the SID) of the General Conference of Seventh-day Adventists, (hereinafter referred to as the GC), a world church organization; and all purposes, policies and procedures of the conference shall be in harmony with the working policies and procedures of the SID. The Conference shall pursue the mission of the Seventh-day Adventists in harmony with the doctrines, programs, and initiatives adopted and approved by the GC in its quinquennial sessions.

Article IV—Territory

The Territory of the conference shall consist of

- a. Free State Province of the Republic of South Africa;
- b. Gauteng Province of the Republic of South Africa;
- c. Limpopo Province of the Republic of South Africa;
- d. Mpumalanga Province of the Republic of South Africa;
- e. North West Province of the Republic of South Africa;
- f. The Magisterial districts of the following towns in the Northern Cape Province of the Republic of South Africa;
 - 1.) Barkly West
 - 2.) Danielskuil

- 3) Delportshoop
- 4). Douglas
- 5) Griquastad
- 6) Hartswater
- 7) Jankempdorp
- 8) Katu
- 9) Kimberly
- 10) Kudumane
- 11) Kuruman
- 12) Pampierstad
- 13) Postmansburg
- 14) Ritchie
- 15) Salt Lake
- 16) Warrenton

Article V—Membership

The membership of the Conference shall consist of such churches as have been or shall be properly organized in any part of the territory under its jurisdiction and formally approved for membership by vote of the delegates at any regularly scheduled constituency meeting.

Article VI—Bylaws

The voters of the Conference may enact bylaws, and/or repeal them, and such bylaws may embrace any provision not inconsistent with the constitution.

Article VII—Dissolution and Disposition of Assets

The conference may be dissolved only by a two-thirds majority vote of the delegates present and voting at any constituency meeting. No part/section/unit (as in article 1v (a; b;c;d or e)) of the territory of the Conference, shall be detached/separated from the conference, except at the dissolution of the conference .

In the event of the dissolution of the conference, all assets remaining after all claims have been satisfied shall be transferred to a legal entity authorized by the SID.

Article VIII—Amendments

This constitution shall not be amended except to conform to the GC model constitution for local conferences, when it is amended by action of the General Conference Executive Committee at an Annual Council; or as it may be in order to align/add/remove a name/names, or to comply with an adjustment/adjustments within the territory of the Conference. The Conference shall amend its constitution from time to time at any regularly called constituency meeting or duly called constituency meeting, any such changes to conform to the GC model constitution for local conferences. The conference executive committee may recommend to the GC, through the SAU and the SID, amendments to the GC model constitution for local conferences.

BYLAWS OF THE
TRANS ORANGE CONFERENCE OF
SEVENTH-DAY ADVENTISTS

Article I—Principal Office

The principal office for the transaction of the business of the Trans Orange Conference of Seventh-day Adventists is located at 17 Louis Road, Orchards, Johannesburg. The executive committee may in an emergency change the location of the principal office on a temporary basis.

Article II—Constituency Meetings

Sec 1; Regular Meeting:

The conference shall hold a regular triennial constituency meeting at such time and place as the executive committee of the conference shall designate. The constituency meeting shall review performance of the conference for the preceding term, facilitate planning for the next triennial term, elect officers, constitute committees, and transact such other business as it may deem appropriate.

Notice of the time, place and agenda of the constituency meeting of delegates representing the members shall be given at least four (4) week before the date of the constituency meeting, by:

- a). A notice printed in the official publication of the SAU or the conference, or
- b). A method approved by the Conference Executive Committee.

Sec 2. Special Meeting:

a. The executive committee of the conference shall call a special constituency meeting, at a time and place it deems proper when:

- 1) It is voted by the executive committee, or
- 2) It is voted by the delegates at any constituency meeting, or
- 3) It is requested by (51%) percent of the churches of the conference through their church boards, or
- 4)
 - a). It is voted by the SAU Executive committee, SID Executive Committee, or the GC Executive Committee.
 - b). The Union committee or the Division Committee may call a special constituency meeting of the Conference.

- c). The agenda for special constituency meetings shall be included in the notice of the meeting which shall be given at least four (4) weeks before the special constituency meeting.
- d). The time and place of special constituency meetings shall be given in the same manner as for regularly scheduled constituency meetings.

Sec 3. Quorum:

At least fifty percent plus one (50% +1) of the delegates authorized hereinafter under Section 1. of Article III must be present at the opening of any regular or special constituency meeting to constitute a quorum for the transaction of business. Once the meeting is declared open, the delegates remaining present shall constitute a quorum.

Sec 4. Proxy Voting:

All delegates must be present in person at any constituency meeting in order to be eligible to vote. There shall be no voting by proxy.

Sec 5. The voting on all matters of business shall be normally by show of hands, or as designated/approved by the chairperson, unless otherwise requested by the majority of the delegates, but the election of officers shall be by secret ballot.

Sec 6. CONSIDERATIONS FOR PERSONS LIVING WITH DISABILITIES

At all constituency meetings, The conference shall at all times, make enabling provisions to ensure accessibility/availability of specialised assistance for persons living with disabilities to be able to participate fully and freely, and without any undue pressures, barriers or limitations.

Sec 7. Voting Rights of the Delegates:

Each delegate appointed to act on behalf of the members of the conference shall be entitled to one vote. The voting rights of the individual delegates representing the members as hereinafter provided shall be limited to the particular constituency meeting of the conference in which they have been designated to represent a local church, an institution, the SAU Conference, the SID or the GC.

Sec 8. Election/Appointment and Term of Office:

All officers and members of the executive committee who are not ex officio members shall be elected by the delegates at the regular meeting of the conference constituency and shall hold their offices until the next regular meeting of the conference constituency, unless they resign or are removed from office, for cause, by the executive committee/ or a special constituency meeting. The election/appointment of departmental directors, associate departmental directors,

associate secretaries, or associate treasurers, if not determined by the delegates at the conference constituency meeting, shall be referred to the executive committee.

Sec 8. Conference Institutions

Boards of conference institutions shall be elected at a regular constituency meeting of the Conference or by the Conference Executive Committee as directed by the constituency meeting. Heads of conference institutions shall be recommended by the boards of the institutions and appointed by the TOC executive committee. Such appointments shall take place after each regular business session of the TOC.

Article III—Representation

Sec 1. The delegates at any constituency meeting of the conference shall be regular delegates and delegates at large.

a. Regular Delegates:

All delegates duly accredited by any one of the organized churches of the Conference. Each church shall be entitled to one (1) delegate for the organization and one (1) additional delegate for each 300 (three hundred) members or major fraction thereof and who hold membership in the local church which accredits them.

b. Delegates at Large

- 1) All members of the Executive committee of the Conference.
- 2) All members of the Executive Committee of the SAU who may be present at any constituency meeting of the conference.
- 3) All employees holding credentials or ministerial licenses issued by the Conference.
- 4) Members of the General Conference Executive Committee who may be present at any Constituency meeting of this conference. The number of such delegates representing the General Conference of Seventh-day Adventists shall not exceed ten percent of the total number of delegates otherwise provided for.
- 5) Such other persons as may be recommended by the executive committee and accepted by the delegates in session. The number of such delegates shall not exceed ten percent of the total number of regular delegates provided for hereinabove.

Sec 2. All delegates appointed to represent the members of the Conference at any constituency meeting shall be members in regular standing of the Seventh-day Adventist Church.

Article IV—Committees

Sec 1. Organizing Committee.

a) The organizing committee shall be constituted as follows : Each church represented at the **constituency meeting** shall elect or empower its delegation to choose, one (1) member plus one additional member for each 500 (five hundred) members or a major fraction thereof.

b) The chair of the organizing committee shall be the president of the SAU or his designee.

c). The organising committee shall nominate and the constituency shall elect:

- 1) A nominating committee
- 2) A constitution committee
- 3) Other committees as may be necessary.

d. Members of the organizing committee shall be chosen at or prior to the constituency meeting.

e. If the organizing committee is to meet prior to the constituency meeting, the time and place of the meeting shall be given in the official notice of the meeting.

Sec.2. Nominating Committee:

The nominating committee shall consist of at twenty at least twenty five (25) and not more than twenty-nine (29) members, including the president of the SAU or his designee, who shall serve as the chair. The membership of the committee shall be balanced, or as nearly balanced as possible, between denominational employees and members who are not denominational employees; and between pastoral employees of the Conference and other denominational employees; with each district designating one member from the district who is not a denominational employee; and with denominational employees nominated from the floor of the organizing committee.

Sec 3. Standing Constitution and Policy Development Committee: The

Standing Constitution and Policy Development Committee shall include an officer of the SAU, and shall be chaired by the secretary of the Conference, or his/her designee. This committee shall function between the regularly scheduled constituency meetings and shall submit its reports and detailed recommendations through the conference executive committee to the next regular constituency meeting and/or to a duly called special constituency meeting.

A standing constitution committee shall be appointed at the first executive meeting after the constituency meeting to function according to Article sec 5e.

Sec 4. Voting:

The voting in the nomination of officers and on all other matters of business shall be by secret ballot (with enabling provision/specialised assistance made available for persons living with disabilities), unless otherwise determined by a majority of vote of the delegates present.

Article V—Executive Committee

Sec1. Membership:

The executive committee of the Conference shall be elected at its regularly scheduled constituency meeting and shall consist of not more than forty (40) members. The president, secretary, treasurer, ~~and~~ vice president(s) and associate treasurer shall be members ex officio of the executive committee.

Sec 2. The remaining membership of the executive committee shall be made up as follows:

- a. all full-time Departmental Directors and officers representing their departments
- b. at least one member representing institutions of the conference.
- c. not more than four Practicing Pastors
- d. One lay representative for each of the fourteen Districts of the conference
- e. at least one member representing other non- pastoral /non-teaching denominational workers (e.g. secretaries, general workers etc.)
- f. an additional one to five (1 – 5) members (women) as may be necessary to ensure the representation of women to at least five (5) members.
- g. an additional one to five (1 – 5) members (youth not older than 32 years at election) as may be necessary to ensure the representation of youth to at least five (5) members.
- h. an additional one (1) member (person living with disabilities as defined by the constitution of the Republic of South Africa) as may be necessary to ensure the representation of people living with disabilities to at least one member.

Sec 3. The officers of the SAU, of the SID and of the GC are members ex-officio of the local conference executive committee; However, their membership shall be in addition to the number detailed above. Any such officers exercising their voting rights at any one meeting shall not make up more than ten percent of the committee membership present.

Sec 4. Delegated Authority:

The executive committee of the conference is delegated the authority to act on behalf of the constituents between regular Constituency meetings, including the authority to elect or remove for cause officers, directors of departments/services, boards and committee members.

Sec 5. Administrative Authority: The executive committee shall have full administrative authority to:

- a. Fill for the current term any vacancies that may occur by death, resignation, or otherwise, in its boards, committees, departments, or in offices which have been filled by the constituency meeting. If a new president is to be elected, the ranking officer of the SAU or designee, shall serve as chairperson of the executive committee.
- b. Employ pastors, secretaries, teachers, and other persons as deemed necessary for the work of the Conference.
- c. Suspend, discipline or dismiss for proper cause any employee, subject to due processes and applicable legislative and policy frameworks

- d. Grant and withdraw credentials and licenses, provided that such a withdrawal shall require the consent of at least two-thirds majority of the executive committee.
- e. Appoint a standing constitution and policy development committee. The standing constitution and policy development committee shall function between the regularly scheduled constituency meetings and shall submit its reports and detailed recommendations through the Conference executive committee to the next regular constituency meeting and/or to a duly called special constituency meeting. It shall also assist all of the auxiliary organizations that are affiliated to the ~~FOC~~ conference in formulating/developing, and/or drafting policies, procedures, and constitutions.
- f. Appoint the Conference Growth and Development Committee, with its terms of reference.
- g. Appoint committees, such as an administrative committee, with their terms of reference.

Sec 6. Regular Meetings:

The executive committee may schedule regular meetings at such times and places as it may determine.

Sec 7. Special Meetings:

Special meetings of the executive committee may be called at any time or place by the president or, in his absence by the secretary. In response to the written request of a majority of the members of the executive committee, a special meeting shall be called by the secretary.

Sec 8. Quorum:

A quorum of the executive committee shall be **50% + 1** of the total membership of the executive committee

Sec 9. Attendance:

Any committee member who fails to attend two consecutive executive committee meetings without an apology or a valid reason may be replaced by the Conference executive committee.

SEC 10. CONVENING/CONDUCTING MEETINGS THROUGH THE USE OF TECHNO-COMMUNICATIONS SYSTEMS

- A. In the event of an emergency, the executive committee, may convene/conduct meetings through the use of techno-communications system, provided that:
 - 1. A notice is given to members, at least 3 days before such a meeting is convened/conducted, and that the notice given, shall include the date and times of the intended meeting;
 - 2. All members and invitees to the related committee meeting, shall have access/connectivity to the preferred techno-communications method;

3. A quorum (as in Sec 8 .) of members who shall be connected/linked up shall be determined in order to convene/start the meeting, only after all reasonable attempts shall have been made to connect/link up with all members;
 4. That all participants to the meeting are introduced, and if necessary, to the extent possible, verified;
 5. No technological recordings/transcripts shall be made/kept by any member/person either than, the secretariat or the chairperson;
 6. All conversations and discussions shall be protected from unauthorized persons/entities;
 7. All members shall remain connected/linked up for the entire duration of the meeting, unless due to unforeseen/unavoidable technical glitch (which is not able to be rectified immediately) the member or members connectivity is disrupted or terminated, or the member/members are duly expelled from the meeting.
 8. The decision/action/resolution taken at such a meeting shall be binding and adequately enforced.
- B. In the event that a member of the executive committee, is not present at a normally convened meeting, a techno-communications method, maybe used to connect/link up with the member, only if:
1. The member has duly tendered an apology for his/her absence;
 2. The member has urgent/important information or a consent/disconsent to give;
 3. All present members are fully privy to all conversations/discussions with the connected/linked up member;
 4. The identity of the connected/linked up member is verifiable;
 5. The decision/action/resolution taken at such a meeting shall be binding and adequately enforced.
- C. In the event that an invitee to the executive committee meeting, is not present at the related meeting, the executive committee, may use a techno-communications method to connect/link-up with the invitee, provided that:
1. All present members are fully privy to all conversations/discussions with the connected/linked-up invitee;
 2. The identity of the invitee is verifiable;

3. The decision/action/resolution taken at such a meeting shall be binding and adequately enforced.

Article VI—Officers

Sec 1. Executive Officers:

The executive officers of the conference shall be a President, a Secretary, a Treasurer, and Vice-president(s) if elected. The Secretary and the Treasurer may be one individual known as the Secretary-treasurer. It is the duty of these officers, in consultation with one another, to carry forward the work according to plans, policies, and programmes voted by the constituency and/or the conference executive committee. These plans, policies, and programs shall be in harmony with the doctrines and actions adopted and approved by the GC in its quinquennial sessions.

a. **President:** The president, who shall be an ordained pastor of experience, is the first officer and shall report to the executive committee of the conference in consultation with the secretary and the treasurer. He shall act as chairperson of the constituency meetings and the executive committee, and serve in the general interests of the Conference as the constituency meeting and the executive committee shall determine. In his leadership he shall adhere to the policies of the SAU, SID and the GC, work in harmony with the SAU executive committee, and in close counsel with the SAU officers.

b. **Secretary:** The secretary, associated with the president as an executive officer, shall serve under the direction of the executive committee and shall act as vice-chairperson of the executive committee. The secretary shall report to the executive committee of the conference after consultation with the president. It shall be the duty of the secretary to keep the minutes of the Conference constituency meetings and of the executive committee meetings, to furnish copies of these minutes to all members of the executive and to the officers of the SAU. The secretary shall also be responsible for providing information as may be requested by the president or by the executive committee, and shall perform such other duties as usually pertain to the office.

c. **Treasurer:** The treasurer, associated with the president as an executive officer, shall serve under the direction of the executive committee. The treasurer shall report to the executive committee of the conference after consultation with the president. The treasurer shall be responsible for providing financial leadership to the organization which will include, but shall not be limited to receiving, safeguarding and disbursing all funds in harmony with the actions of the executive committee; for remitting all required funds to the SAU, SID and the GC in harmony with SID policy; and for Providing financial information to the president and to the executive committee. The treasurer shall also be responsible for furnishing copies of the financial statements to the SAU officers. The treasurer shall operate bank accounts approved by the executive committee.

Sec 2. Other officers: Other individuals may serve as officers of the TOC, such as vice-president, associate secretary, and associate treasurer.

Article VII—Directors of Departments/Associations/Services

Sec 1. Advisory Role: The directors of departments / associations / services of the Conference shall work under the direction of the executive committee of the Conference and the president, and shall serve in an advisory relationship to the conference.

Sec 2. All Administrators and Departmental Directors shall prepare and render reports on the scope of work and their offices' respective contribution to the advancement of the TOC conference purpose as per Article 2 of this Constitution, at the Regular constituency meeting, which reports shall be distributed to the delegates at least four weeks prior to the Business Session-

Sec 3. Annual Plans & Reports: All Executive Officers and Departmental Directors of the Conference shall prepare annual plans and render annual reports, including audited annual financial statements, to the Executive Committee and the constituency on the performance of the Conference against set objectives.

Sec 4. Departments/Services Structure: Conference departments/services shall be organized in harmony with the departmental/service structure of the GC, but shall not necessarily duplicate the departments/services in the SAU, SID or GC.

Article VIII—Other Organizations

Sec 1. Unincorporated Organizations: The Conference may carry on its ministry through unincorporated subsidiary organizations. Annual general meetings of such organizations shall be held in accordance with the provisions of their constitutions.

Sec 2. Corporations:

- a. The Conference may form corporate bodies provided it obtains prior approval of the SAU and the SID. Annual general Membership meetings and elections of boards of directors shall be held as provided by the constitution articles and bylaws of the corporations and in harmony with applicable laws.

Sec 3. Trust Services:

The conference may establish/dissolve/appoint/repeal trust services in accordance with applicable legislations; only if:

- a. Caused to be established/dissolved/appointed/repealed by a two thirds (2/3) majority of delegates at a constituency meeting;
- b. Trustees of the trust services established by the conference, are elected by the majority of delegates at a constituency meeting, or by the executive committee when designated to do

- so by a majority of delegates at a constituency meeting; and shall serve for a period and in accordance with provisions that shall be stipulated in the related deed of trust;
- c. The trust services appointed by the conference, shall enlist the Conference as beneficiary.

Article IX—Finance

Sec 1. Tithes and Offerings: The church funds managed by the conference shall consist of such tithe, including direct tithe, as it shall be assigned by policy and as received from within its territory, and such gifts, legacies, bequests, devices, ~~direct tithe~~, appropriations, reverted funds, and other donations as may be made to it.

The executive committee is authorized to call for such special offerings and donations as it may deem necessary to execute the work in the Conference properly.

Sec 2. Policies: The portion of the Tithe which is reserved for ~~this~~ the conference, as specified by policy, and all other funds shall be used in harmony with the financial policies of the SID. and in the case of donations, their use shall be in harmony with specifications of donors and in compliance with government regulations. Tithe is shared with the SAU and the SID on fixed percentages as set by the SID executive committee, and with the GC on fixed percentages as set out by the Annual Council of the GC Executive Committee.

Sec 3. Bank Accounts:

The funds of the conference shall be safeguarded in harmony with the financial policies of the SID of the General Conference of Seventh-day Adventists. Monies shall be deposited in the name of the Trans-Orange Conference of the Seventh-day Adventists, in regular or special accounts, in such banks or savings institutions, as the executive committee shall designate, and shall be withdrawn only by persons authorized by resolutions of the executive committee.

Sec 4. Financial Statements:

The Trans-Orange Conference shall prepare annual statements, appropriate statements of income and fund balances and shall be responsible for the filing of any financial information directly with the SAU and the-SID of the General Conference of Seventh-day Adventists and, to the extent required by law, with any branch of local or national government.

Sec 5. Bank Account: Sub-organizations and Local Churches

The funds of the Sub-organization and Local Churches shall be safeguarded in harmony with the financial policies of the General Conference. Monies shall be deposited in the name of Sub-organizations and Local Churches of the Seventh-day Adventist Church, in regular or special accounts in such banks or savings institutions, as the Sub-organizations and Local Churches shall designate, and shall be withdrawn only by persons authorized by resolutions of the relevant committee of the Sub-organizations and/or Local Church Boards.

Article X—Budget, Salary Review, and Audit

Sec 1. Budget: The Conference shall prepare an annual budget in harmony with the policies of the SID of the General Conference of Seventh-day Adventists.

Sec 2. Salary and Expense Review: The executive committee shall appoint an employee remuneration committee of not more than seven (7) members, with the SAU treasurer or designee serving as a chairperson, to review annually the salary and expense of all the Conference employees and set salary rates for the subsequent year.

Sec 3. Independent Audit: All accounting records of the Conference shall be audited at least annually by an auditor designated by the General Conference Auditing Service; and records of the Conference or any of its subsidiaries, agencies, or institutions shall at all times be open to the said auditor.

Article XI—Indemnification

Sec 1. To the extent permitted by law, the conference shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, because he/she is or was a member of the conference executive committee or an officer, employee, or agent of the conference against expenses (including legal fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit, or proceeding if he/she acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interest of the conference, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful.

Sec 2. This right of indemnification shall be in addition to, and not exclusive of, all other rights to which such member of the executive committee, or an officer or departmental director may be entitled to.

Article XII—Amendments

Amendment, Revision, and Repeal: The bylaws of the conference which are essential to the unity of the Church worldwide, and are designated in bold print shall be amended or revised from time to time in order to comply with changes to the GC Model Constitution for Local Conferences and Bylaws as voted by the General Conference Executive Committee in its annual meetings. Such amendments or revisions shall be approved by two-thirds majority vote of the delegates present and voting at any duly called constituency meeting of the local conference. Other sections of the bylaws may be amended, revised, or repealed, in like manner, provided such changes are in harmony with the spirit of the GC Model Constitution for Local Conferences and Bylaws, and have been processed through the conference executive committee. Notice of any proposed changes to the constitution and bylaws of ~~this~~ the conference shall be given specifically in conjunction with the publication of notice for the ~~session~~ constituency meeting.

ARTICLE XIII ACQUISITION AND DISPOSITION OF IMMOVABLE AND MOVABLE PROPERTIES, GIFTS AND LEGACIES

Sec 1. Trustee

Any immovable property bequeathed to or acquired by or on behalf of the Conference shall be held in trust by the trust services (an assets-holding entity, established/appointed by the

Conference) (hereafter referred to as the trust), to whom it shall be transferred in due form of law in its capacity as trustee for the Conference.

Sec 2. Acceptance of Assets

Any gifts, legacies or bequests to or in favour of the Conference shall be sufficiently accepted, if accepted by the Trust and any other gifts, legacies, or bequests, in so far as they consist of immovable property shall be transferred to the Trust as trustee for the Conference in accordance with section one.

Sec 3. Powers of Administration

In its capacity as trustee of the conference, the Trust, its council and trustees, shall have the power to receive and collect any and all rental, income or interest which may accrue and/or be receivable and to that end shall have power for the purpose of the administration of the trust to buy, sell, let, deal with and/or hire immovable and movable property and to give and take transfer of the same; to pay all rates, taxes, insurance premiums and any other charges on and pertaining to such immovable and movable property; to buy and sell all and any shares or other assets and securities; to pass and register and to cancel, cede and make over mortgage bonds; to administer the disposition of assets/gains as maybe directed by the Conference, and to satisfy all claims against the Conference, in the event of the dissolution of the Conference; to transfer all assets remaining after all claims have been satisfied, to a legal entity that shall be authorized by the SID; to institute and defend legal proceedings in any competent court and to sign all documents which they may deem desirable or required to give effect to the powers vested in such trustees and for such purposes to appoint such attorneys and agents as they in their sole discretion may decide and to recover from the Conference all expenses and disbursements and also any administrative expenses which they may incur pursuant thereto.

SCHEDULE 1

1. DISTRICTS

1. Territorial Administration

1. The Conference shall conduct its work in this territory through its districts who in turn shall act in accordance with the model TOC District Constitution. Each district to operate within a specific territory.

2. The duly organized districts are :

1. Diamond Heritage
2. East Rand
3. Far West
4. Free State
5. Golden West

6. Highveld
 7. Lowveld
 8. Mafikeng
 9. North East
 10. Orange Vaal
 11. Shalom
 12. Shiloh
 13. Vhembe
 14. West Rand
3. Territorial adjustment of the districts shall be effected by the executive committee, at least four (4) weeks before the Constituency meeting.

2. District Directors

- 1.2.1 The executive committee shall elect district directors to assist with the general administration of the work in the various districts of the Conference.
- 1.2.2 The district directors shall serve as chairpersons of the district management Councils operating in their respective territories.
3. The district director shall present a report of the work in his district at the directors' meeting chaired by the president / his fellow officer. This meeting will take place at least three (3) times a year at such time as the president shall decide.

Council

- 1.3.1 The District Council shall manage all district programs and activities aimed at the fulfillment of the gospel commission in the districts in which it operates.
2. The District Council and District Director shall report to and work in close conjunction and co-operation with the Executive Committee of the Conference. It shall adhere to the policies of the Union Conference and the General Conference.
3. District Council shall be comprised of:
 - 1.3.3.1 one elder from each organized church of the district
 2. all the pastors in that district
 3. lay representative in the Conference Executive Committee
 4. all district council leaders.

The Conference officers are ex-officio members of district management boards.

3. The District Council shall elect lay persons the secretary, ~~and~~ the treasurer, and vice chairperson who together with the District Director, lay representative of the district to the Conference Executive Committee, one lay representative representing each zone in the district and the pastors shall constitute the District Executive Committee.
 4. The District Administrators shall act on behalf of the District Management Board between the District Management Board meetings in furtherance of the objectives as stated in the respective District constitutions.
 5. The District Council shall have the full authority to:
 1. fill any vacancies that may occur by death, resignation or otherwise, in the district council leadership;
 - 1.3.6.2 withdraw from serving as council leader any such leader who may be proved to be in violation of the principles and policies of the Seventh-day Adventist Church, by deed, word, or precept;
 3. nominate a district representative to the TOC Executive Committee
 - 1.3.7 The district ~~management board~~ Council shall meet once a quarter at such time and place as the district director shall decide. The district council leaders shall be expected to render reports of the activities of the council at such meetings.
 - 1.3.8 The period and duration of a term of office of a district council, shall be commensurate with the period and duration of one term of office of the Executive Committee of the Conference, starting shortly after the regular constituency meeting of the Conference and ending shortly after the next regular constituency meeting of the Conference.
3. Organization of districts
 1. For the purpose of organized ministry, the districts shall be organized into following ministries :
 1. Adventist Men Council
 2. Adventist Youth Council
 3. Children Ministries
 4. Community Service Council
 5. Dorcas Federation
 6. Education Council
 7. Evangelism Council
 8. Health and Temperance Council
 9. Stewardship Council
 10. Women Ministries

11. Any such councils that the district management board may deem necessary
2. Each council shall comprise of members serving their churches in those respective departments.
3. Various councils shall appoint leaders, whose term of office shall be prescribed by the various Conference departmental manuals, regardless of whether or not they are re-elected in their local churches.
4. The District council leaders shall be members of the Conference council organized by each respective Conference departmental director.