

Regulations for the Lutheran Theological Seminary in Tshwane

1 Preamble

With these regulations the Members of the Lutheran Theological Seminary in Tshwane (LTS) lay down the principles and objectives for the LTS as to be carried out by its Board of Directors.

2 Structure

2.3 The LTS shall

2.3.1 Exist as a Public Benefit Organisation.

2.3.2 Being run by a Board of Directors (BoD).

2.3.3 be supervised by a Members Meeting (MM) set up by the Members of the LTS.

2.3.4 be registered as a Section 21 Company.

2.3.5 continue to exist even when its members change and there are different office bearers.

2.3.6 be able to own property and other possessions.

2.3.7 be able to sue and be sued in its own name.

3 Confessional Principle

The LTS shall exercise its tasks under the binding authority of all books of the Old and New Testament of the Bible as the inerrant, divine Word of God, inspired by the Holy Spirit, and the Confessions of the Evangelical Lutheran Church as contained in the Book of Concord of 1580, which are accepted as the true and binding exposition of Holy Scripture.

4 Objectives

The LTS's main objectives are:

4.1 Theological education; teaching, learning and research.

4.2 Preparing men for the ministry in the Lutheran Church.

4.3 Running a Diaconic School.

4.4 Continuing education of ministers in the Lutheran Church.

4.5 Holding of theological conferences.

5 Board of Directors (BoD)

5.1 The LTS shall be managed by a Board of Directors.

5.2 The BoD is appointed by the Members Meeting (MM) of the Members of the LTS.

5.3 The BoD shall comprise of at least five office bearers. Two directors are appointed by the Lutheran Church in Southern Africa (LCSA), one by the Mission of Lutheran Churches (MLC), and one by the Free Evangelical Lutheran Synod in South Africa (FELSISA). The Rector of the LTST is ex officio a director on the BoD. On the recommendation of the BoD the MM can appoint additional directors for specific tasks.

5.4 The LTS student representative has a permanent guest status on the Board. He has the right to speak but no right to vote.

5.5 Teachers, employees or students of the LTS may not be members of the Board.

5.6 The term of office for directors is four years. They can be re-appointed.

5.7 A director can resign from office. He must retire if the MM has come to the conviction that he no longer performs a useful function in this post.

5.8 The members of the BoD shall exercise their duties in an honorary capacity.

5.9 The BoD members are not personally liable for any damage arising from their actions or omissions, given that they have executed their duties in good faith.

5.10 Office Bearers

The BoD elects a chairman, a vice-chairman, a secretary and a treasurer from among itself.

5.10.1 The term of office for office bearers is four years. They can be re-elected.

5.10.2 An office bearer can resign from office. He must retire if the BoD has come to the conviction that he no longer performs a useful function in this post.

5.11 Meetings

5.11.1 The BoD will meet whenever the need arises but at least every quarter of the year.

5.11.2 Meetings are called by the chairman of the BoD. They have to be called if at least two members of the board request it.

5.11.3 All members of the BoD must receive notification of the meeting at least four weeks prior of its date.

5.11.4 The invitation to the meeting must be accompanied by its agenda.

5.11.5 All documentation for the meeting must reach the members of the BoD well in time before the meeting.

5.11.6 Meetings may be convened at short notice if all members of the BoD are informed about the agenda and in turn authorize the meeting.

5.11.7 The meeting is chaired by the chairman of the BoD. In the event of his absence the directors appoint one of the directors to the chair.

5.11.8 The BoD meeting is competent to take decisions if it is convened according to the regulations in § 5.11.3 to 5.11.6.

5.11.9 Meetings of the BoD shall be minuted. The minutes shall be accepted as a fair reflection of the proceedings and shall be signed by the Chairman and the Secretary. Copies of the minutes have to be distributed to all members of the Board and all subscribers of the MM at least two weeks after the meeting.

Minutes must be kept safely and always be on hand for members of the BoD and MM to consult.

5.11.10 Decisions are taken by a simple majority vote. A motion is deemed to be rejected if the votes cast result in a tie.

5.11.11 Every director must be informed of the decisions which have been taken.

6. Tasks

The BoD

6.1 is responsible for the management of the LTS according to the legislation governing the running of a Section 21 Company and these regulations;

6.2 has to oversee that the objectives of the LTS are carried out conform to its confessional principle and that members of staff conduct themselves according to their ordination and installation pledge and the students adhere to their pledge given at admission to the LTS;

6.3 has to look for suitable staff for the LTS. Permanent theological staff has to be recommended to the MM for appointment;

6.4 has to recommend the appointment of the rector of the LTS to the MM for his appointment by the MM;

6.5 is responsible for issues of building, repairing and renovation the LTS buildings;

6.6 handles the acquisition, hiring or exchanging of property after consulting with the MM;

6.7 is responsible for the bookkeeping of the LTS;

6.8 raises funds for the LTS;

6.9 makes by-laws for proper management;

6.10 determines the powers and functions of the office bearers;

6.11 has to prepare an annual report about the activities of the LTS and a financial report for the MM to approve;

6.12 has to prepare an annual budget, which has to be approved by the MM.

7 Accountability

The BoD is accountable to the MM of the shareholders of the LTS.

8 Sub-Committees

8.1 The BoD has the right to form sub-committees, which must consist of at least of three persons.

8.2 Sub-committees report to the BoD, which decides on any recommendations.

9 Executive Management of the LTS

9.1 The executive powers concerning the running affairs of the LTS shall be in the hands of the rector, who shall be appointed by the MM for a term of three years. An assessment of his appointment takes place every 12 months by the BoD, after which his contract of appointment can be extended for another year.

If the BoD or MM come to the conviction that the rector is no longer fulfilling his duties, he must hand in his resignation.

9.2 The rector shall, in consultation with the LTS permanent teaching staff, draw up rules for the daily running of the LTS. These have to be approved by the BoD before implementation.

9.3 A basic curriculum for the next academic year to be approved by the BoD and MM should be drawn up by the rector prior to the end of year members meeting.

10 Teaching Staff

10.1 The LTS teaching staff consists of all lecturers at the LTS.

10.2 Members of the teaching staff have to be adequately qualified for their position or must be prepared to obtain such qualification in an appropriate period of time.

10.3 Long term theological staff members are appointed for a term of three years. An assessment of their appointments by the BoD takes place every year, after which the contract of appointment can be extended for another term.

10.4 Staff members are called into the service of the LTS by the BoD after being appointed by the MM. They are placed and installed into the service of the LTS by their respective Churches.

10.5 They shall continue to belong to their respective churches.

10.6 They shall pledge to abide by these regulations.

10.7 The appointment and dismissal of short term (no longer than six month) and part time theological staff as well as non-theological staff is decided by the BoD. The MM has the right to review all appointments.

10.8 Staff Meetings

10.8.1 The teaching staff of the LTS shall hold monthly meetings under the chair of the rector.

10.8.2 The proceedings of the meetings have to be minuted. The minutes shall be kept in a place which is accessible to all concerned. Copies of the minutes are to be distributed to all staff members two weeks after the meeting at the latest.

11 Student Body

11.1 The students at the LTS shall form a Student Body. Its rules have to be approved by the BoD.

12 Financial Regulations

12.1 The financial management of the LTS is the task and responsibility of the BoD.

12.2 The treasurer is accountable to the BoD.

12.3 Together with the BoD the treasurer annually prepares a budget for the LTS, which has to be approved by the MM.

12.4 Any additional expenditure which exceeds 5 % of budget must be approved in advance by the BoD.

12.5 The treasurer shall prepare an income and expenditure account and balance sheet at the end of each financial year, which shall be audited by an auditor appointed by the BoD. The BoD shall present the audited financials to the MM for approval.

12.6 The LTS' accounting records and reports must be handed to the Director of Non-Profit Organisations within six months after the end of the financial year.

12.7 Any funds may only be invested with registered financial institutions.

These institutions are listed in Section 1 of the Financial Institutions (Investment of Funds) Act, 1984. Or the LTS can get securities that are listed on a licensed stock exchange as set out in the Stock Exchange Control Act, 1985.

13 Property

13.1 The LTS may acquire property both movable and immovable by way of purchase, lease, donation bequests, exchange, and may enter into agreements of servitude either of a personal nature or of a praedial nature, irrespective as to whether the servitudinal rights be granted to, or granted by the LTS.

13.2 The LTS shall have the right to alienate property both movable and immovable by means of selling, renting, leasing, exchanging or partitioning, granting of unregistered rights of way, receiving same, mortgaging fixed property, or hypothecating or pledging movable property.

13.3 The LTS may lend out money by way of mortgage, hypothecation, or on acknowledgments of debts, and in addition it shall have the right to invest moneys in registered building societies and commercial banks.

13.4 The LTS shall have the right to borrow monies by ways of bonds or mortgages, or have such redeemed and to invest in registered building societies and commercial banks.

13.5 All propriety matters referred to shall be registered or dealt with in the name of the LTS.

13.6 The execution of all propriety matters referred to shall be in the hands of the BoD.

13.7 The BoD shall have the right to make or accept declarations/affidavits in regard to all propriety matters.

13.8 All documents in regard to all proprietary matters referred to in this section of the regulations shall be signed by the chairperson of the Board of Directors, or by a person authorised by him/her.

13.9 The LTS may not give any of its money or property to the members of its BoD, office bearers, staff or students. The only time it can do this is when it pays for work that a member of the BoD, staff member, student or office bearer has done for the LTS. The payment must be a reasonable amount for the work that has been done.

13.10 A member of the BoD, staff, student or office bearer of the LTS can only receive money from the LTS for expenses that he or she has paid for on behalf of the LTS.

13.11 Members of the BoD, staff, students or office bearers of the LTS do not have rights over things that belong to the LTS.

14 Interpretation of the Regulations

In the event of any difficulties arising in the interpretation and application of these regulations, the decision lies with the MM.

15 Dissolution

The MM decides about the dissolution of the BoD.

If a decision for dissolution has been taken, the MM has to issue instructions with the dissolution of assets of the LTS and to appoint a commission to implement the dissolution.

16 Final Regulations

16.1 Any alterations, amendments or modifications to these regulations which may become necessary shall be drawn up in the spirit of these regulations and in agreement with par. 3 of these regulations by the MM.

17.2 These regulations were adopted by the Members Meeting at its meeting in Pretoria on the 28.01.2010