

FRIENDS OF WORCESTER CATHEDRAL

CONSTITUTION

1 Name

The Society shall be known as "Friends of Worcester Cathedral", hereinafter referred to as "the Society".

2 Objectives

The objectives of the Society shall be to support the Cathedral Chapter:

- (a) In preserving, maintaining, repairing and enriching the fabric, furniture and fittings of the Cathedral.
- (b) In maintaining, preserving and enhancing the beauty and fitness of the site and setting of the Cathedral.
- (c) In maintaining and developing the music and other aspects of the worship and life of the Cathedral.
- (d) In aiding the upkeep of the Cathedral Library.

3 Powers

In furtherance of the above objectives but not further or otherwise the Society shall have the following powers:

- (a) To collect subscriptions.
- (b) To receive donations (whether periodical or otherwise).
- (c) To receive legacies from members or other interested persons.
- (d) To issue appeals for donations and legacies.
- (e) To issue periodical reports of the activities of the Society.
- (f) To organize or cause to be organized events for the purpose of raising money for the Society and for bringing together in a common fellowship of loyalty and devotion all those who care for the Cathedral.
- (g) To assist the Chapter to achieve the objectives of the Society in such ways as the society thinks fit.

4 Charitable Status

The Society shall be registered as a charity with the Charity Commission.

5 Patrons

The Patrons shall be the Bishop of Worcester and the Bishop of Dudley.

6 President

There shall be a President and a Vice President (or more than one at the discretion of the members).

7 Trustees

The Trustees shall form an Executive Committee, which shall meet at least four times a year, and shall consist of up to twelve persons including the following: the Officers of the Society (being the Chairman, Vice Chairman, Hon. Secretary and Hon. Treasurer), the Dean of Worcester, (or the Residentiary Canon appointed by the Bishop to discharge the functions of Dean) and seven members of the Society. The quorum for a meeting of the Executive Committee shall be seven which shall include at least two officers.

The Executive Committee may decide to appoint an administrator to assist with the management of its affairs.

8 Council

There shall be a Council of the Society, which shall meet at least twice per year, and shall be with the Executive Committee responsible for promoting the objectives of the Society and advising the Executive Committee, The membership of the council shall consist of the Officers, the Dean of Worcester (or Acting Dean) 15 elected members, and those members of the Society appointed at The Annual General Meeting to represent the Society on groups connected to the Cathedral.

The Council may also invite representatives of other groups connected with the Cathedral including The King's School, the Choirs and the Guilds.

The quorum for a meeting of the Council shall be 35 per cent of the members of the Council.

The Council shall receive reports from the Dean, the Officers and representatives of groups connected with the Cathedral and shall make recommendations to the Executive Committee as it sees fit.

9 Elections

The Officers of the Society, Trustees and members of the Council shall be elected at the Annual General Meeting.

Each officer shall be elected for a period of three years and thereafter shall be eligible for re-election to the same office for a further period of three years.

The Trustees shall be elected for a period of three years and shall be eligible for re-election for a further period of three years.

All Trustees, including Officers, must stand down for at least one year after two successive periods in the same position, except that members who have served in more than one position (whether as Officer or Trustee or both) may serve for a maximum of nine years in succession before standing down for at least one year.

The members of Council shall be elected for a period of three years. Five of the fifteen elected members shall retire each year and shall be eligible for re-election for a further period of three years.

Nominations for Officers, Trustees and members of Council shall be in writing and signed by two members of the Society and countersigned by the nominee and shall be delivered to the Hon. Secretary not less than fourteen days before the Annual General Meeting.

10 Bank

The Executive Committee shall have the power to open bank accounts in the name of the Friends of Worcester Cathedral with such banks as the Executive Committee sees fit, and shall authorize not more than five persons including the Chairman, Hon. Treasurer, & Hon. Secretary, to sign cheques drawn on such account/s. All cheques shall be signed by not less than two authorized persons.

11 Expenses

The Executive Committee shall have the power to determine the amounts paid as expenses.

12 Financial Accountability

The Executive Committee shall be responsible at all times for the financial affairs of the society including investments and expenditure. The Executive Committee shall prior to the Annual General Meeting distribute to all members of the Society the annual accounts of the Society for adoption.

13 Sub-Committees

The Executive Committee shall have the power to appoint one or more sub-committees with any such sub-committee comprising up to five members of the Society, or give individual members particular responsibility as it thinks fit, provided always that the actions and proceedings of any such subcommittee or such individual members shall be fully and promptly reported to the Executive Committee.

14 Annual General Meeting

The Annual General Meeting shall be held on a date to be decided in consultation with the Dean and shall normally be in September of each year. At least 14 days notice of the Annual General Meeting shall be given to members entitled to attend.

15 Special General Meeting

A Special General Meeting may be called by the Executive Committee or on the request in writing addressed to the Hon. Secretary by not less than twenty-one members entitled to vote at an Annual General Meeting.

16 Quorum

A quorum for an Annual General Meeting or a Special General Meeting shall be 40.

17 Chairman of the Meeting

The President shall be the chairman at the Annual General Meeting or at a Special General Meeting. If the President is not present at an Annual General Meeting, or a Special General Meeting, then a Vice President shall be the chairman.

18 Business of Annual General Meeting

The Annual General Meeting shall deal with the following matters:-

- i) Receive a report from the Executive Committee on its performance
- ii) Receive the Accounts
- iii) Elect Officers, trustees and members of the Council
- iv) Appoint representatives to other bodies associated with Worcester Cathedral
- v) Appoint auditors or an independent examiner for the accounts of the Society.

It may also deal with other matters of general interest to the Society.

19 Membership

There shall be five types of membership as follows:

- i) Life members
- ii) Annual subscribing members
- iii) Corporate members, including parishes, businesses and schools
- iv) Honorary members
- v) Overseas members who may be either Life members or Annual subscribing members

Each Corporate member shall be able to appoint one of their numbers to record one vote on their behalf at the Annual General Meeting.

The subscription for each type of the five membership categories shall be agreed at the Annual General Meeting on advice from the Executive Committee.

20 Amendments

Amendments to the foregoing Constitution of the Society may only be made at an Annual General Meeting, or a Special Meeting, with notice of such alterations having been previously given with the notice convening that Meeting and provided that no alterations shall be made which would cause the Society to cease to be charitable at law.

21 Winding Up

In the event of the Society being wound up, any assets remaining upon dissolution after payment of proper debts and liabilities shall be transferred to the Chapter of Worcester Cathedral or if such transfer is for any reason not possible, then to a charitable institution or charitable institutions having objects similar to those of the Society.

22 Coming into Effect

This Constitution shall replace all earlier constitutions and amendments thereto and shall come into effect at the same time and on the date of its approval in General Meeting and for the avoidance of doubt shall govern business to be transacted later at such General Meeting.

September 2013