

Archdeacons' Papers

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An Example of a “Friends of the Church” Constitution

THE FRIENDS OF [] CHURCH RULES

1. **The name of the Society** shall be Friends of [] Church (hereinafter described as “the Society”).
2. **The object of the Society** shall be to maintain, repair, restore, preserve, improve, beautify and reconstruct for the benefit of the public the fabric of the Church of [] (hereinafter described as “the Church”) its monuments, fixtures, fittings, furniture, stained glass, ornaments and other chattels and its Churchyard.
3. **Powers in** the furtherance of these objects, but not further or otherwise, the Society
 - a) may obtain, collect and receive money and funds by way of contributions, donations, subscriptions, covenants, legacies, grants and appeals or by application to any person, persons, body or organisations.
 - b) may accept and receive gifts of property of any description for or towards the objects of the Society or any of them (whether subject to any special trusts or not)
 - c) subject to such consents as may from time to time be required by law, may borrow money or enter into other contracts charging all or any of the property of the Society, provided that the Society shall not undertake any permanent trading activities in raising for its primary charitable objects and
 - d) may do all such other lawful things as are necessary for the achievement of the objects.
4. **The management of the Society** shall be in the hands of a Committee appointed as follows:
 - a) Eight members appointed by the inaugural meeting of the Society, four of whom are to retire by rotation and shall be replaced or re-elected at each annual meeting of the Society.
 - b) One member to be appointed by the Parochial Church Council of [] Church and replace or re-appointed annual.
 - c) The Incumbent of the Church shall be an ex-officio member.

The Committee shall appoint annually from among its number a Chairman, a Treasurer and a Secretary and a quorum of the Committee shall be four members, to include at least one of the persons at (b) and (c).

5. **Membership of the Society.** Any person interested in the objects of the Society who has paid an annual members subscription of at least [£5.00] shall be eligible to be a member of the Society.

Any member who has not attained the age of 18 years shall not be eligible to vote at meetings or to be elected to the Committee.

6. **The Annual General Meeting** at which, inter alia, an Annual Report and accounts for the previous financial year (duly certified by an Independent Examiner) shall be presented by the Committee, shall be held by 31st July each year. After the first year when a Committee shall act, the Annual General Meeting shall appoint a suitable person as the Independent Examiner. The Committee may convene special meetings and shall be required to convene such a meeting upon requests from not less than six members, who shall state the business to be considered at the meeting. Not less than twenty-one days' notice of all general meetings shall be given in writing.
7. **The Chairman** of the Committee shall act as Chairman of the Annual and Special General Meeting. Subject to paragraph 5 above. Every member, including the Chairman, shall have one vote and, in the case of equality of votes, the Chairman shall have a second or casting vote. The quorum at any general meeting of the Society shall be ten members.
8. **The Committee** shall, with such consent as by law required, deal with the property vested in the Society by way of sale, mortgage, charge, lease or otherwise, howsoever directed by the Society. A certificate purporting to be signed by two members of the Committee of the Society for the time being, in favour of a purchaser, mortgagee, chargee, lessee or grantee, shall be conclusive evidence that such a direction was duly given.
9. **The Incumbent, Churchwarden and Parochial Church Council** of [] retain all their rights and all ecclesiastical law continues to apply to the Church.
10. **These rules** may be varied, deleted or added to by a resolution passed by a two-thirds majority of the members of the Society present and voting in person or by proxy at a Special General Meeting convened for that purpose and of which notice has been served upon every member of the society in accordance with Clause 6 providing that no amendment to Clause 1,2,9,11,12 or this clause shall be made without the prior approval in writing of the Charity Commission of England and Wales and no alteration shall be made which would cause the Society to cease to be a charity at law. The Committee should promptly send a copy of any amendment to the Commission.
11. **The financial year** of the Society shall be [the period 1 April to 31 March in each year] (or) [the calendar year].
12. **Any bank account** shall be opened in the name of the Society and all cheques and other documents relating thereto shall require the signature of two members of the Committee.
13. The dissolution of the Society may be effected only by a resolution passed by a two-thirds majority of the members present and voting in person or by proxy at a Special General Meeting convened for that purpose and of which notice has been served on every then member of the Society at his last address. If a motion to dissolve the Society is carried by the said majority, the Society's surplus funds, property and assets (if any) shall not be distributable among the membership, but shall be transferred to some or all of the objects of the Society, as the Society may determine.

THESE RULES WERE ADOPTED BY FORMAL RESOLUTION AT THE INAUGURAL MEETING OF THE SOCIETY HELD ON [] AT [] AND THE ORIGINAL GOVERNING INSTRUMENT OF WHICH THIS IS CERTIFIED TO BE A TRUE COPY IS INCORPORATED IN THE MINUTE BOOK OF THE SOCIETY (SIGNED BY THE SECRETARY)

N.B. Use "Priest-in-Charge" throughout instead of "Incumbent", where appropriate.