



Deeper understanding of Christian Faith

Constitution

adopted 30th January 2017

PART 1

1. Adoption of the Constitution

The Charity and its property will be administered and managed in accordance with the provisions in Parts 1 and 2 of this constitution.

2. The Name

The Charity's name is Modern Church. It was formerly known as The Modern Churchpeople's Union or the MCU. In this document it is called the Charity.

3. The Objects

The Charity's objects (the Objects) are

The advancement of the Christian faith for the benefit of the public, in particular through (but not limited to):

- (a) the promotion of open and critical study of the Christian faith and its relevance in the contemporary world; and
- (b) offering resources for individuals and groups in parishes, institutions and public life to support an open-minded and thoughtful approach to matters of faith and religion.

4. Application of the Income and Property

- (1) The income and property of the Charity shall be applied solely towards the promotion of the Objects.
- (2) A Trustee may pay out of, or be reimbursed from, the property of the Charity reasonable expenses properly incurred by him or her when acting on behalf of the Charity.
- (3) None of the income or property of the Charity may be paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of profit to any member of the Charity.
- (4) No Trustee may be paid or receive any other benefit for being a Trustee. In this sub-clause "Trustee" shall include any person firm or company connected with the Trustee.
- (5) A Trustee must absent himself or herself from any discussions of the Trustees in which it is possible that a conflict will arise between his or her duty to act solely in the interests of the Charity and any personal interest (including but not limited to any personal financial interest) and take no part in the voting upon the matter.

5. Dissolution

- (1) If the members resolve to dissolve the Charity the Trustees will remain in office as Charity Trustees and be responsible for winding up the affairs of the Charity in accordance with this clause.
- (2) The Trustees must collect in all the assets of the Charity and must pay or make provision for all the liabilities of the Charity.
- (3) The Trustees must apply any remaining property or money

- (a) directly for the Objects;
 - (b) by transfer to any Charity or charities for purposes the same as or similar to the Charity;
 - (c) in such other manner as the Charity Commission for England and Wales (“the Commission”) may approve in writing in advance.
- (4) The members may pass a resolution before or at the same time as the resolution to dissolve the Charity specifying the manner in which the Trustees are to apply the remaining property or assets of the Charity and the Trustees must comply with the resolution if it is consistent with paragraphs (a)–(c) inclusive in sub-clause (3) of this clause.
- (5) In no circumstances shall the net assets of the Charity be paid to or distributed among the members of the Charity (except to a member that is itself a Charity).
- (6) The Trustees must notify the Commission promptly that the Charity has been dissolved. If the Trustees are obliged to send the Charity’s accounts to the Commission for the accounting period which ended before its dissolution, they must send the Commission the Charity’s final accounts.

6. Amendments

- (1) Any provision contained in Part 2 of this constitution may be amended, provided that any such amendment is made by resolution passed by a simple majority of the members present and voting at a general meeting.
- (2) A copy of any resolution amending this constitution shall be sent to the Commission within twenty one days of it being passed.

PART 2

7. Membership

- (1) Membership is open to individuals and also to organizations whose membership is specifically approved by the Trustees; provided that any application by an individual or organization who has previously been removed from membership under clause 8(4) shall be void (notwithstanding any purported acceptance thereof) unless explicitly authorised by the Trustees.
- (2)
 - (a) The Trustees may only refuse an application for membership if, acting reasonably and properly, they consider it to be in the best interests of the Charity to refuse the application.
 - (b) The Trustees must inform the applicant in writing of the reasons for the refusal within twenty-one days of the decision.
 - (c) The Trustees must consider any written representations the applicant may make about the decision. The Trustees' decision following any written representations must be notified to the applicant in writing but shall be final.
- (3) Membership is not transferable to anyone else.
- (4) The Trustees must ensure that a register of names and addresses of the members is kept which must be made available to any member upon request.

8. Termination of Membership

Membership is terminated if:

- (1) the member dies or, if an organization, ceases to exist;

- (2) the member resigns by written notice to the Charity unless, after the resignation, there would be less than two members;
- (3) any sum due from the member to the Charity is not paid in full within 30 days of a reminder that the sum is due but without prejudice to their right to resume membership on paying any subscription that is in arrears;
- (4) the member is removed from membership by a resolution of the Trustees that it is in the best interests of the Charity that his or her membership is terminated. A resolution to remove a member from membership may only be passed if:
 - (a) the member has been given at least twenty-one days' notice in writing of the meeting of the Trustees at which the resolution will be proposed and the reasons why it is to be proposed;
 - (b) the member or, at the option of the member, the member's representative (who need not be a member of the Charity) has been allowed to make representations to the meeting.

9. General meetings

- (1) The Charity must hold a general meeting within fifteen months of the date of the adoption of this constitution.
- (2) An annual general meeting must be held in each subsequent year and not more than fifteen months may elapse between successive annual general meetings.
- (3) All general meetings other than annual general meetings shall be called special general meetings.
- (4) The Trustees or the Council by majority vote may call a special general meeting at any time.

- (5) The Trustees or the Council must call a special general meeting if requested to do so in writing by at least ten members or one tenth of the membership, whichever is the greater. The request must state the nature of the business that is to be discussed. If the Trustees fail to hold the meeting within twenty-eight days of the request, the members may proceed to call a special general meeting but in doing so they must comply with the provisions of this Constitution.

10. The Annual General Meeting

- (1) The business of the Annual General meeting shall be:
 - (a) to receive the Annual report and Accounts of the Trustees and Council;
 - (b) to elect the Treasurer and members of Council;
 - (c) to discuss such business as may be brought forward;
- (2) The meeting may elect a President and Vice-Presidents.
- (3) Any member who wishes to have a resolution put upon the Agenda must give notice to the Secretary at least one calendar month before the Meeting.
- (4) Other questions may, subject to the ruling of the Chair, be introduced, discussed, and decided at the Annual Meeting. But no question shall have precedence over those on the Agenda except by vote of the meeting.

11. Elections

- (1) At the first annual meeting following adoption of this Constitution
 - (a) The meeting shall elect a Treasurer for one year who shall be a Trustee and member of Council ex officio.

- (b) The meeting shall elect no more than thirty other members of Council.
 - (i) Of those elected one third shall serve until the conclusion of the following annual meeting; one third shall serve until the conclusion of the second annual meeting thereafter; and the remainder shall serve until the conclusion of the third annual meeting thereafter. In this paragraph references to one third shall, where that is not a whole number, be taken to mean the nearest whole number to one third.
 - (ii) The term to be served shall be determined in accordance with the number of votes cast with those receiving the greater number of votes serving the longer periods and, where there is an equality of votes, by the toss of a coin.
- (2) At subsequent annual meetings
 - (a) The meeting shall elect a Treasurer for one year, who shall be a Trustee and member of Council *ex officio*.
 - (b) Where a member of Council has resigned or otherwise failed to serve their full term the casual vacancy thus created shall be filled by electing a member for the remainder of the term of office for which the member was originally elected.
 - (c) The meeting shall elect further members to the Council so as to bring the total membership thereof (not including the President, Vice-Presidents and Treasurer) to no more than thirty after deducting the number of Council members whose term of service will expire at the conclusion of the meeting. The members so elected shall hold office from the conclusion of the meeting at

which they were elected until the conclusion of the third annual meeting thereafter.

- (d) The Treasurer and other members of Council shall be eligible for re-election.
- (3) No-one may be elected Treasurer or member of Council at any annual general meeting unless prior to the meeting the Charity is given a notice that:
 - (a) is signed by a member entitled to vote at the meeting;
 - (b) states the member's intention to propose the appointment of a person as Treasurer or member of Council;
 - (c) is signed by the person who is to be proposed to show his or her willingness to be appointed.

12. Notice

- (1) The minimum period of notice required to hold any general meeting of the Charity is fourteen clear days from the date on which the notice is deemed to have been given.
- (2) The notice must specify the date, time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an annual general meeting the notice must say so.
- (3) The notice must be given to all the members and to the Trustees.

13. Quorum

- (1) No business shall be transacted at any general meeting unless a quorum is present.
- (2) A quorum is

- (a) Twenty members entitled to vote upon the business to be conducted at the meeting; or
 - (b) one twentieth of the total membership at the time, whichever is the greater.
- (3) The authorized representative of a member organization shall be counted in the quorum.
- (4) If
- (a) a quorum is not present within half an hour from the time appointed for the meeting; or
 - (b) during a meeting a quorum ceases to be present, the meeting shall be adjourned to such time and place as the Trustees shall determine.
- (5) The Trustees must re-convene the meeting and must give at least seven clear days notice of the re-convened meeting stating the date time and place of the meeting.
- (6) If no quorum is present at the re-convened meeting within fifteen minutes of the time specified for the start of the meeting the members present at that time shall constitute the quorum for that meeting.

14. Chair

- (1) General meetings shall be chaired by the person who has been elected as Chair or, in the absence of the Chair, by the Vice-Chair or, with the assent of the meeting, by some other person on the nomination of the Chair or Vice-Chair.
- (2) If there is no such person, or he or she is not present at the time appointed for the meeting, a Trustee nominated by the Trustees present shall chair the meeting.

- (3) If there is only one Trustee present and willing to act, he or she shall chair the meeting.
- (4) If no Trustee is present and willing to chair the meeting within fifteen minutes after the time appointed for holding it, the members present and entitled to vote must choose one of their number to chair the meeting.

15. Adjournments

- (1) The members present at a meeting may resolve that the meeting shall be adjourned.
- (2) The person who is chairing the meeting must decide the date time and place at which meeting is to be re-convened unless those details are specified in the resolution.
- (3) No business shall be conducted at an adjourned meeting unless it could properly have been conducted at the meeting had the adjournment not taken place.
- (4) If a meeting is adjourned by a resolution of the members for more than seven days, at least seven clear days' notice shall be given of the re-convened meeting stating the date time and place of the meeting.

16. Votes

- (1) Each member shall have one vote but if there is an equality of votes the person who is chairing the meeting shall have a casting vote in addition to any other vote he or she may have.
- (2) A resolution in writing signed by each member (or in the case of a member that is an organization, by its authorised representative) who would have been entitled to vote upon it had it been proposed at a general meeting shall be

effective. It may comprise several copies each signed by or on behalf of one or more members.

17. Representatives of Other Bodies

- (1) Any organization that is a member of the Charity may nominate any person to act as its representative at any meeting of the Charity.
- (2) The organization must give written notice to the Charity of the name of its representative. The nominee shall not be entitled to represent the organization at any meeting unless the notice has been received by the Charity. The nominee may continue to represent the organization until written notice to the contrary is received by the Charity.
- (3) Any notice given to the Charity will be conclusive evidence that the nominee is entitled to represent the organization or that his or her authority has been revoked. The Charity shall not be required to consider whether the nominee has been properly appointed by the organization.

18. Officers and Trustees

- (1) The Charity and its property shall be managed and administered by a committee comprising the Officers and other members elected in accordance with this Constitution. The Officers and other members of the committee shall be the Trustees of the Charity and in this constitution are together called “the Trustees”.
- (2) The Charity shall have the following Officers:
 - (a) Chair
 - (b) Vice-Chair
 - (c) Secretary

- (d) Treasurer
- (3) An elected Trustee must be a member of the Charity or the nominated representative of an organization that is a member of the Charity.
 - (4) No one may be appointed a Trustee if he or she would be disqualified from acting under the provisions of Clause 23.
 - (5) The number of Trustees shall be not less than three and (unless otherwise determined by a resolution of the Charity in general meeting) shall not be more than twelve.
 - (6) The first Trustees (including Officers) shall be the person elected as Treasurer at the meeting at which this constitution is adopted and those persons elected as Trustees and Officers at the first meeting of the Council subsequent to the adoption of this constitution.
 - (7) A Trustee may not appoint anyone to act on his or her behalf at meetings of the Trustees.

19. President and Vice-Presidents

- (1) The President of the Union may be elected at an Annual General Meeting for a period of five years.
- (2) The President shall be a member of the Council *ex officio*.
- (3) The President shall be informed of the meetings of Trustees, and shall be entitled to attend any meeting of the Trustees, though he or she shall not have a vote.
- (4) Vice-Presidents of the Union may be elected at an Annual General Meeting. A Vice-President shall serve until such time as they choose to resign.
- (5) A Vice-President shall be a member of the Council *ex officio*.

20. Council

- (1) The Council shall comprise:

The President and Vice-Presidents of the Charity.

The Treasurer and Members elected at the Annual Meeting in accordance with clause 11 of this constitution.

- (2) The Chair and Vice-Chair of the Council shall also be the Chair and Vice-Chair of the Trustees.
- (3) The Council may co-opt no more than three people to be members. Co-opted members shall serve until the conclusion of the next Annual Meeting.
- (4) The Council may invite representatives of other organizations (whether member organizations or otherwise) to be observers at all or any Council meeting. Observers may, with the permission of the Chair, participate in all proceedings of the Council except that they may not vote.
- (5) The duties of the Council shall include, but shall not be limited to:
- (a) to elect Trustees with the exception of the Treasurer
 - (b) to deal with requests for support from those within the Church who feel penalised for their expression of liberal views
 - (c) to safeguard the ethos and inheritance of the Charity
 - (d) to represent the membership
 - (e) to promote membership of the Charity

- (f) to maintain good working relationships with other groups which are in sympathy with some or all of the objects of the Charity
 - (g) to advise the Trustees on the direction and priorities of the organization
 - (h) to consider the budget and significant policy proposals in consultation with the Trustees
 - (i) to consider such other matters as may from time to time be agreed with the Trustees.
- (6) The quorum for meetings of the Council shall be one third of its members except that the President and Vice-presidents shall not be counted in determining whether the meeting is quorate.
- (7) The Council may regulate its own proceedings as it sees fit subject to the provisions of this constitution.
- (8) The Chairman and the Secretary may summon a special meeting of the Council, and must do so at the request of not less than ten members of the Council.
- (9) Section 25(3), on irregularity of procedure of Trustee meetings, shall also apply to meetings of the Council.

21. The Appointment of Trustees

- (1) The Charity at an annual general meeting shall elect the Treasurer and other members of Council.
- (2) The Council shall, at its first meeting following each annual meeting, elect from amongst its membership
 - (a) Chair of the Trustees who shall also be Chair of the Council

- (b) Vice-Chair of the Trustees who shall also be Vice-Chair of the Council
 - (c) Secretary of the Trustees
 - (d) no more than eight other Trustees
where a vacancy exists and provided that the total number of trustees shall not exceed twelve people.
- (3) A Trustee elected in accordance with sub-clause (2) of this clause shall retire with effect from the conclusion of the first meeting of Council following the annual general meeting at which his or her Council membership expires in accordance with clause 11 of this constitution. They shall be eligible for re-election.
- (4) The Trustees may appoint any person who is willing to act as a Trustee. Subject to sub-clause 6(b) of this clause, they may also appoint Trustees to act as officers.
- (5) Trustees appointed under sub-clause (4) of this clause shall serve until the conclusion of the first meeting of Council following the next annual general meeting. They shall be eligible for re-appointment.
- (6) (a) The appointment of a Trustee, whether by the Council or by the other Trustees, must not cause the number of Trustees to exceed any number fixed in accordance with this constitution as the maximum number of Trustees.
- (b) The Trustees may not appoint a person to be an Officer if a person has already been elected or appointed to that office and has not vacated the office.

22. Powers of Trustees

- (1) The Trustees must manage the business of the Charity and have the following powers in order to further the Objects (but not for any other purpose):
 - (a) to raise funds. In doing so, the Trustees must not undertake any substantial permanent trading activity and must comply with any relevant statutory regulations;
 - (b) to buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;
 - (c) to sell, lease or otherwise dispose of all or any part of the property belonging to the Charity. In exercising this power, the Trustees must comply as appropriate with sections 36 and 37 of the Charities Act 1993;
 - (d) to borrow money and to charge the whole or any part of the property belonging to the Charity as security for repayment of the money borrowed. The Trustees must comply as appropriate with sections 38 and 39 of the Charities Act 1993 if they intend to mortgage land;
 - (e) to co-operate with other charities, voluntary bodies and statutory authorities and to exchange information and advice with them;
 - (f) to establish or support any charitable trusts, associations or institutions formed for any of the charitable purposes included in the Objects;
 - (g) to acquire, merge with or enter into any partnership or joint venture arrangement with any other Charity formed for any of the Objects;

- (h) to set aside income as a reserve against future expenditure but only in accordance with a written policy about reserves;
 - (j) to obtain and pay for such goods and services as are necessary for carrying out the work of the Charity;
 - (k) to open and operate such bank and other accounts as the Trustees consider necessary and to invest funds and to delegate the management of funds in the same manner and subject to the same conditions as the Trustees of a trust are permitted to do by the Trustee Act 2000;
 - (l) to do all such other lawful things as are necessary for the achievement of the Objects;
- (2) No alteration of this constitution or any special resolution shall have retrospective effect to invalidate any prior act of the Trustees.
- (3) Any meeting of Trustees at which a quorum is present at the time the relevant decision is made may exercise all the powers exercisable by the Trustees.

23. Disqualification and Removal of Trustees

Notwithstanding sub-clause 5 of clause 23, a Trustee shall cease to hold office if he or she:

- (1) is disqualified for acting as a Trustee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
- (2) ceases to be a member of the Charity;
- (3) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;

- (4) resigns as a Trustee by notice to the Charity (but only if at least two Trustees will remain in office when the notice of resignation is to take effect);
- (5) is absent without the permission of the Trustees from all their meetings held within a period of six consecutive months and the Trustees resolve that his or her office be vacated;
- (6) is removed by resolution of the Council passed at a meeting thereof by a majority of not less than two-thirds of the members present and voting, provided that –
 - (a) a copy of the resolution to be proposed shall have been included in the agenda sent to the Council before the meeting;
 - (b) the Trustee concerned shall be permitted to make representations orally or in writing;
 - (c) the resolution shall be of no effect if its implementation would cause the number of Trustees remaining in office to fall below two.

The Treasurer (having been elected by the Annual Meeting) may not be removed as a trustee by action under sub-clause 6, but may be removed by a meeting of the membership called under sub-clauses 4 or 5 of Clause 9, sub-clause 6 above applying as though “Council” were substituted by “membership of the Charity”.

24. Proceedings of Trustees

- (1) The Trustees may regulate their proceedings as they think fit, subject to the provisions of this constitution.
- (2) The Chair or any three Trustees may call a meeting of the Trustees.

- (3) The Secretary must call a meeting of the Trustees if requested to do so by the Chair or any three Trustees.
- (4) Questions arising at a meeting must be decided by a majority of votes.
- (5) In the case of an equality of votes, the person who chairs the meeting shall have a second or casting vote.
- (6) No decision may be made by a meeting of the Trustees unless a quorum is present at the time the decision is purported to be made.
- (7) The quorum shall be two or the number nearest to one third of the total number of Trustees, whichever is the greater or such larger number as may be decided from time to time by the Trustees.
- (8) A Trustee shall not be counted in the quorum present when any decision is made about a matter upon which that Trustee is not entitled to vote.
- (9) If the number of Trustees is less than the number fixed as the quorum, the continuing Trustees or Trustee may act only for the purpose of filling vacancies or of calling a general meeting.
- (10) The person elected as the Chair shall chair meetings of the Trustees.
- (11) If the Chair is unwilling to preside or is not present at the time appointed for the meeting, the Vice-Chair shall chair the meeting or, if neither person is present, the Trustees present may appoint one of their number to chair that meeting.
- (12) The person appointed to chair meetings of the Trustees shall have no functions or powers except those conferred

by this constitution or delegated to him or her in writing by the Trustees.

- (13) A resolution in writing signed by no less than two-thirds of the Trustees entitled to receive notice of a meeting of Trustees or of a committee of Trustees and to vote upon the resolution shall be as valid and effectual as if it had been passed at a meeting of the Trustees or (as the case may be) a committee of Trustees duly convened and held.
- (14) The resolution in writing may comprise several documents containing the text of the resolution in like form each signed by one or more Trustees.

25. Delegation

- (1) The Trustees may delegate any of their powers or functions to a committee of two or more Trustees but the terms of any such delegation must be recorded in the minutes.
- (2) The Trustees may impose conditions when delegating, including the conditions that:
 - (a) the relevant powers are to be exercised exclusively by the committee to whom they delegate
 - (b) no expenditure may be incurred on behalf of the Charity except in accordance with a budget previously agreed with the Trustees.
- (3) The Trustees may revoke or alter a delegation.
- (4) All acts and proceedings of any committees must be fully and promptly reported to the Trustees.

26. Irregularities in Proceedings

(1) Subject to sub-clause (2) of this clause, all acts done by a meeting of Trustees, or of a committee of Trustees, shall be valid notwithstanding the participation in any vote of a Trustee:

- (a) who was disqualified from holding office;
- (b) who had previously retired or who had been obliged by the constitution to vacate office;
- (c) who was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise

if, without:

- (a) the vote of that Trustee; and
- (b) that Trustee being counted in the quorum, the decision has been made by a majority of the Trustees at a quorate meeting. (2) Sub-clause (1) of this clause does not permit a Trustee to keep any benefit that may be conferred upon him or her by a resolution of the Trustees or of a committee of Trustees if the resolution would otherwise have been void.

(3) No resolution or act of

- (a) the Trustees
- (b) any committee of the Trustees
- (c) the Charity in general meeting

shall be invalidated by reason of the failure to give notice to any Trustee or member or by reason of any procedural defect in the meeting unless it is shown that the failure or defect has materially prejudiced a member or the beneficiaries of the Charity.

27. Minutes

The Trustees must keep minutes of all:

- (1) appointments of Officers and Trustees;
- (2) proceedings at meetings of the Charity;
- (3) meetings of the Trustees and committees of Trustees including:
 - (a) the names of the Trustees present at the meeting;
 - (b) the decisions made at the meetings; and
 - (c) where appropriate the reasons for the decisions.

28. Annual Report and Return and Accounts

- (1) The Trustees must comply with their obligations under the Charities Act 1993 with regard to:
 - (a) the keeping of accounting records for the Charity;
 - (b) the preparation of annual statements of account for the Charity;
 - (c) the transmission of the statements of account to the Charity;
 - (d) the preparation of an annual report and its transmission to the Commission;
 - (e) the preparation of an annual return and its transmission to the Commission.
- (2) Accounts must be prepared in accordance with the provisions of any Statement of Recommended Practice issued by the Commission, unless the Trustees are required to prepare accounts in accordance with the provisions of such a Statement prepared by another body.

29. Registered particulars

The Trustees must notify the Commission promptly of any changes to the Charity's entry on the Central Register of Charities.

30. Property

- (1) The Trustees must ensure the title to:
 - (a) all land held by or in trust for the Charity that is not vested in the Official Custodian of Charities; and
 - (b) all investments held by or on behalf of the Charity, is vested either in a corporation entitled to act as custodian Trustee or in not less than three individuals appointed by them as holding Trustees.
- (2) The terms of the appointment of any holding Trustees must provide that they may act only in accordance with lawful directions of the Trustees and that if they do so they will not be liable for the acts and defaults of the Trustees or of the members of the Charity.
- (3) The Trustees may replace or remove the holding Trustees at any time.

31. Repair and insurance

The Trustees must keep in repair and insure to their full value against fire and other usual risks all the buildings of the Charity (except those buildings that are required to be kept in repair and insured by a tenant). They must also insure suitably in respect of public liability and employer's liability.

32. Notices

- (1) Any notice required by this constitution to be given to or by any person must be:
 - (a) in writing; or
 - (b) given using electronic communications.
- (2) The Charity may give any notice to a member either:
 - (a) personally; or
 - (b) by sending it by post in a prepaid envelope addressed to the member at his or her address; or
 - (c) by leaving it at the address of the member; or
 - (d) by giving it using electronic communications to the member's address.
- (3) A member who does not register an address with the Charity or who registers only a postal address that is not within the United Kingdom shall not be entitled to receive any notice from the Charity.
- (4) A member present in person at any meeting of the Charity shall be deemed to have received notice of the meeting and of the purposes for which it was called.
- (5)
 - (a) Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given.
 - (b) Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given.

- (c) A notice shall be deemed to be given 48 hours after the envelope containing it was posted or, in the case of an electronic communication, 48 hours after it was sent.

33. Rules

- (1) The Trustees may from time to time make rules or bye-laws for the conduct of their business.
- (2) The bye-laws may regulate the following matters but are not restricted to them:
 - (a) the admission of members of the Charity (including the admission of organizations to membership) and the rights and privileges of such members, and the entrance fees, subscriptions and other fees or payments to be made by members;
 - (b) the conduct of members of the Charity in relation to one another, and to the Charity's employees and volunteers;
 - (c) the setting aside of the whole or any part or parts of the Charity's premises at any particular time or times or for any particular purpose or purposes;
 - (d) the procedure at general meeting and meetings of the Trustees in so far as such procedure is not regulated by this Constitution;
 - (e) the keeping and authenticating of records. (If regulations made under this clause permit records of the Charity to be kept in electronic form and require a Trustee to sign the record, the regulations must specify a method of recording the signature that enables it to be properly authenticated.)

- (f) generally, all such matters as are commonly the subject matter of the rules of an unincorporated association.
- (3) The Charity in general meeting has the power to alter, add to or repeal the rules or bye-laws.
- (4) The Trustees must adopt such means as they think sufficient to bring the rules and bye-laws to the notice of members of the Charity.
- (5) The rules or bye-laws shall be binding on all members of the Charity. No rule or bye-law shall be inconsistent with, or shall affect or repeal anything contained in, this constitution.

Signatures:

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Date: