

## **CONSTITUTION OF THE FRIENDS OF TEWKESBURY ABBEY**

### **1. Purpose of The Friends, and relation to Parochial Church Council**

- 1.1 The Parochial Church Council is the body responsible for the care, maintenance, preservation and insurance of the fabric of the Abbey and the goods and ornaments thereof, and has the ultimate control of all work done in relation to these matters.
- 1.2 The purpose of the Friends of Tewkesbury Abbey is to assist in maintaining the fabric of the Abbey, and its services and activities, and in adorning it and preserving it, together with its furnishings, vestments and ornaments, for posterity.
- 1.3 The Friends of Tewkesbury Abbey shall also be free to devote a part of their funds to the preservation and improvement of the properties forming part of the ancient possessions of the Monastery now vested in the Trust known as the Abbey Lawn Trust, provided that the ultimate control of the use to which such monies are put remains with the Trustees.

### **2. Management**

The management of the affairs of the Friends shall be vested in a Council.

### **3. Dignitaries**

The Patron:	appointed by invitation of the Council.
Ex officio President:	The Bishop of Gloucester.
Ex officio Vice Presidents:	The Bishop Suffragan of Tewkesbury and the Archdeacons of the Diocese of Gloucester.

The Council shall have the power to nominate other Vice-Presidents. The Council may also nominate Honorary Life Friends, subject to confirmation by a General Meeting.

### **4. Powers and Constitution of the Council**

- 4.1 The Council shall meet no fewer than four times in each year.
- 4.2 It shall be responsible for the development of, and for the furtherance of, the objects of the Friends and, subject to the provisions of Section 1, shall decide on the best use of the funds collected.
- 4.3 It may, from time to time, receive recommendations from the Parochial Church Council and information about the requirements of the Abbey, its fabric and other matters.
- 4.4 It shall be authorised to make grants to the Parochial Church Council, and for other appropriate charitable purposes connected with the Abbey and its environs.

- 4.5 The Council shall consist of:
- 4.5.1 not more than twelve members elected at the Annual General Meeting of the Friends.
  - 4.5.2 the Vicar and Churchwardens for the time being as *ex-officio* members
  - 4.5.3 two members nominated by the Parochial Church Council.
  - 4.5.4 the Chairman and Vice-Chairman, who shall be Council members in addition to the maximum number of elected members set out in paragraph 4.5.1; and, when complete, the Council shall comprise no more than 19 members.
- 4.6 Six members other than *ex officio* members shall form a quorum at all meetings of the Council.
- 4.7 Any decision as to grants to be made by the Council shall be passed by not less than two-thirds of those present.

## **5. Election of Officers of the Council**

- 5.1 The Chairman, Vice-Chairman and Treasurer of the Council shall be elected annually at the Annual General Meeting of the Friends. Any Friend and any Council member may nominate any elected member of the Council or any Friend for those offices in accordance with paragraph 6.1.
- 5.2 The Council shall appoint the Secretary annually at the first meeting of the Council following the Annual General Meeting of the Friends.

## **6. Election and co-option of members of the Council and length of service**

- 6.1 Not less than twenty-eight clear days before the day of the Annual General Meeting, any two members may give to the Secretary a notice or notices in writing, signed by them, nominating any member or members of the Friends as a member or members or officer or officers of the Council, and specifying the name and address of the candidate or candidates. With such proposals there shall be enclosed the written consent of such candidate or candidates to serve on the Council in the event of election.
- 6.2 If the candidates nominated are more in number than the vacancies the election shall be by voting papers, and the procedure shall be as follows:-
- 6.2.1 At the Annual General Meeting each member present shall be issued with a voting paper showing the names and addresses of the nominated candidates and the names of their respective nominators; the names of retiring members of the Council shall be shown by a distinctive mark.
  - 6.2.2 The voting papers when completed shall be delivered to the Scrutineers to be appointed at the Annual General Meeting, who will report to the meeting the names of the successful candidates.

- 6.3 Members of the Council, with the exception of the Chairman and Vice-Chairman, may serve a maximum of two terms, of up to three years per term. A member of the Council who has served one term shall be eligible for re-election, but a member of the Council who has served two continuous terms will not be eligible to be re-appointed or re-elected as a member of the Council until one year after his retirement at an AGM. For the avoidance of doubt, the provisions of this paragraph shall not apply to *ex officio* members of the Council.
- 6.4 The Council may at any time co-opt any individual who is a Friend as a member of the Council to fill a vacancy in their number or (subject to the maximum number permitted by paragraph 4.5.4) as member of the Council, but a co-opted member of the Council holds office only until the next AGM following their co-option. The co-option of any such individual(s) shall be confirmed by the members at the AGM and, following such confirmation, the member(s) shall be subject to the limitations on length of service set out in paragraph 6.3.

## **7. Sub-committees**

The Council may delegate any of its functions to committees consisting of two or more individuals appointed by members of the Council, but at least a majority of the members of every committee must be members of the Council, all proceedings of committees must be reported promptly to the Council and any recommendations shall be remitted to the Council for a final decision.

## **8. Annual General Meeting**

- 8.1 There shall be at least one General Meeting of the Friends each year.
- 8.2 If the Patron is present, he shall be invited to take the Chair. If the Patron is not present, the President, or the most senior Vice-President present shall be invited to take the Chair. If none of the Dignitaries is present, the Chairman of the Council shall take the Chair.

## **9. Finance**

- 9.1 The financial year shall end on December 31<sup>st</sup> and the accounts shall be audited or independently examined annually. The Council's Annual Report, together with the Statement of Accounts, shall be laid before the Annual General Meeting of the Friends.
- 9.2 All decisions in regard to finance shall rest with the Council, provided that any grants which are made conform to the requirements of Section 1.

## **10.Membership**

- 10.1 Each Friend shall pay at least the minimum annual subscription. A single donation shall entitle Life Membership. Each Life Member shall receive a card of enrolment.

- 10.2 The rates for Annual Membership and for Life Membership shall be determined by the Council, and shall be published in the Annual Report.
- 10.3 Corporate Annual Friendship for Societies, etc., shall be on the same terms as for individual Annual Friends.

### **11.Alteration of Constitution**

- 11.1 Revision of the Constitution shall when necessary be effected by the Council of the Friends, save that any amendment to Section 1 shall require the consent of the Parochial Church Council and a General Meeting of the Friends.
- 11.2 All changes to the Constitution shall be notified to the Parochial Church Council.
- 11.3 Any questions which may arise as to the proper interpretation of the Constitution shall be decided by the Council of the Friends.

### **12.Dissolution**

- 12.1 If at any time members at a General Meeting decide to dissolve the Friends, the Council will remain in office as charity trustees and will be responsible for the orderly winding up of the Friends' affairs.
- 12.2 After making provision for all outstanding liabilities of the Friends, the Council must apply the remaining property and funds to the Abbey (registered charity no. 1133813) to be held in and applied for the purposes of the Fabric Fund.

July 2014