

Constitution of The Friends of St. John's Church, Waterbeach

I NAME AND OBJECTS

1.1 The Association shall be called 'The Friends of St. John's Church, Waterbeach'

1.2 The Object of the Association shall be to advance the Christian Religion through the maintenance, preservation, repair and improvement of the fabric, fittings and furniture of the Church of St. John the Evangelist, Waterbeach (the "Parish Church").

1.3 In furtherance of the objects but not otherwise the Committee may exercise the following powers.

(i) to raise funds and to invite and receive contributions provided that in raising funds the Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;

(ii) to do all such other lawful things as are necessary for the achievement of the objects.

1.4 The Association recognises that the Parochial Church Council of the Parish Church (the "PCC") is the body responsible for the care, maintenance, preservation and insurance of the fabric of the Parish Church and the fittings and furniture thereof and has the ultimate control of all works done within and upon it, PROVIDED THAT the trustees of the Friends of St. John's Church, Waterbeach exercise discretion over the use of the charitable funds of the Friends of St. John's Church, Waterbeach.

2 OFFICERS AND COMMITTEE

2.1 The Association shall be governed by a committee, consisting of up to four members elected from the membership at the Annual General Meeting (the "Elected members") and up to three members appointed by the PCC (the "Appointed members").

2.2 The Committee shall appoint from its members a Chairman, Secretary and Treasurer.

2.3 The Committee shall have the power to co-opt up to two members in addition to those specified in Clause 2.1.

2.4 Upon appointment or co-option, all committee members shall join the Association and pay the appropriate subscription (unless they have already done so).

2.5 All committee members shall serve from their date of election, appointment or co-option until the end of the Annual General Meeting next following their election, appointment or co-option unless they resign in the meantime.

2.6 If at any time there are less than four elected members on the committee, then the committee shall endeavour to fill those vacancies either by co-option from the membership of the Association or by holding an Extraordinary General Meeting to elect additional members. If at any time there are less than three appointed members on the committee, then the committee shall request the PCC to appoint additional members to bring the number up to three.

2.7 The quorum for a committee meeting shall be three members, of whom at least one shall be an officer. Of those present, at least one shall be an elected member and one an appointed member.

3 FINANCE

3.1 The funds of the Association shall be managed by the Committee through the Treasurer. Cheques shall be signed by any two of the Chairman, Secretary and Treasurer.

3.2 Accounts of the Association shall be prepared annually from the books and records kept by the Treasurer. For the purposes of this, the financial year shall begin on January 1st, and shall end on the following December 31st.

3.3 Every member shall pay a Subscription, the amount of which shall be fixed by the committee subject to 4.2 below.

4 MEMBERSHIP

4.1 Membership shall be open to all those interested in furthering the objects of the Association upon payment of its Annual Subscription.

4.2 Persons may also become Life Members of the Association upon payment of the appropriate subscription (which shall be at least ten times the current Annual Subscription).

4.3 The committee may also elect persons to be Honorary Life Members in recognition of special services to the Association or to St. Johns Church. There shall be no subscription due from such Honorary Life Members.

4.4 Any member who wishes to resign shall notify the Secretary in writing, and his name shall then be removed from the Association's list.

4.5 At the end of every Financial Year, the names of those members who are not life members, who have not paid any subscription during the Financial Year shall be removed from the Association's list.

5 GENERAL MEETINGS

5.1 An Annual General Meeting shall be held in May each year to receive a report on the Association's activities, to consider the accounts for the previous year, to elect committee members to serve for the following year and to consider any other business that may be relevant.

5.2 An Extraordinary General Meeting may be called at any time by the Committee, and shall be called within one month after receipt by the Secretary of a resolution in writing to that effect signed by at least ten members. Every such requisition shall specify the business for which the meeting is to be convened, and no other business shall be transacted at such meeting.

5.3 At least ten days' notice of every General Meeting shall be given. As far as reasonably possible, every member shall be notified.

5.4 The Chair shall be taken at General Meetings and at Committee meetings by the Chairman. In his absence, the meeting shall elect its own Chairman.

5.5 At general Meetings, decisions not involving changes to these rules shall be made by majority vote.

6 ALTERATION TO THE CONSTITUTION

6.1 Subject to the following provisions of this Clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the General Meeting must include notice of the resolution, setting out the terms of the alteration proposed.

6.2 No amendment may be made to Clause 1 (The Name and Objects Clause), Clause 7 (the Dissolution Clause) or this Clause without the prior consent in writing of the Charity Commissioners for England and Wales (the "Commissioners").

6.3 No amendment may be made which would have the effect of making the Association cease to be a charity at law.

6.4 The Committee shall promptly forward to the Commissioners a copy of any amendment made under this Clause.

7 DISSOLUTION

If the Committee decides that it is necessary or advisable to dissolve the Association, it shall call a meeting of all members of the Association, of which not less than 21 days notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting, the Committee shall have the power to realise any assets held by or on behalf of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Association as the members of the Association may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts or account and statement for the final accounting period of the Association must be sent to the Commissioners.