

# CONSTITUTION

CONSTITUTION ADOPTED 06/03/2011

## 1. PREAMBLE

This constitution governs the charitable assets of the Church from a legal perspective in accordance with the requirements of charity law. Regulations affecting the spiritual governance of the Church are contained in separate documents entitled "Constitution and Canons Ecclesiastical" and "Byelaws, Orders, Regulations and Injunctions of Convocation".

## 2. THE NAME OF THE CHARITY

Christ Church, Exmouth  
29 North Street  
Exmouth  
EX8 1JZ

## 3. OBJECT

The object of the charity is the advancement of the Christian faith in union with and according to the Principles and practices of the Free Church of England otherwise called the Reformed Episcopal Church contained within the Declaration of Principles as stated in Schedule 1.

## 4. APPLICATION OF INCOME AND CAPITAL

The Trustees must use the income and may use the capital of the Church in promoting the Objects, as stated in clause 3 provided that the charity trustees may adopt an appropriate Reserves Policy in accordance with general law.

## 5. MEMBERSHIP

The definition of membership is detailed in Schedule 2.

## 6. THE APPOINTMENT OF CHARITY TRUSTEES

6.1. The statutory definition of Charity Trustees in Section 97(1) of the Charities Act 1993 is "persons having the general control and management of the administration of a charity."

In this church it shall be the Minister(s) if any

and the Churchwardens, Delegates (as defined in Canon 81<sup>i</sup>) and such other persons elected as Church Councillors at the Annual Congregational Meeting (Canon 78<sup>ii</sup>) and admitted to office by the Bishop having jurisdiction (as defined in Canon 86<sup>iii</sup>)

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who together, by the nature of their responsibilities, shall be the Charity Trustees, referred to in this Constitution as the “Office Bearers.” There must be a minimum of three Office Bearers at all times.

6.2. The Congregational Meeting, acting in accordance with the procedures, as set out in Schedule 3 may appoint persons to fill any vacancies in the 'Office Bearers', and accept any resignations.

6.3. No person may serve as an Office Bearer who is disqualified by law from acting as a charity trustee.

## **7. RESPONSIBILITIES OF OFFICE BEARERS**

7.1. The Office Bearers shall be responsible for the governance of the charitable assets of the Church and the fulfilment of the objects having due regard to the spiritual direction of the Church acting always in accordance with this Constitution and the general law.

7.2. The Office Bearers should keep in an appropriate state of repair and insure to their full value against fire and other usual risks all the buildings of the Church including those held on separate property trusts (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 employers liability.

## **8. PROCEEDINGS OF OFFICE BEARERS**

8.1. The Office Bearers shall meet as the Church Council in accordance with the provisions of Canon 77<sup>iv</sup>.

8.2. The Office Bearers shall determine a quorum for their full meetings that shall not be less than two persons or half of their number whichever is the greater number.

8.3. The Office Bearers shall have the power to delegate any of their functions to committees consisting of two or more individuals appointed by them (provided that all proceedings of committees must be reported promptly to the Trustees).

8.4. Office Bearers shall, so far as possible, seek consensus on all matters considered at their meetings.

8.5. For matters requiring a decision a vote shall be taken and the outcome of the vote recorded as the resolution of the Office Bearers.

8.6. Each Office Bearer shall have one vote to be exercised at the meeting.

8.7. Every issue may be determined by a simple majority of votes cast at a meeting of the Office Bearers but if there is an equality of votes on any matter the chair will have a final casting vote (Canon 79<sup>v</sup>).

8.8. The Office Bearers shall always act in accordance with the provisions of this Constitution and the general law.

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8.9. The Officer bearers are responsible for the administration and management of the charity.

8.10. Minutes shall be prepared of the proceedings at the meetings of the Office Bearers including any appointments, the names of those present, the decisions taken, and where appropriate the reasons for the decisions (Canon 80<sup>vi</sup>).

## **9. REMUNERATION OF OFFICE BEARERS**

9.1. Subject to the provisions of clauses 8.2 and 8.3 none of the income or property of the church may be paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of profit to any Office Bearer of the church. This does not prevent an Office Bearer from receiving a benefit in the capacity as a beneficiary of the church upon the same terms as other members, nor from being reimbursed reasonable and proper expenses and other payments permitted by statute or specifically authorised by the Charity Commission.

9.2. Notwithstanding the fact that any Minister or Ministers appointed by the Church are Office Bearers they will be entitled to be paid an agreed and reasonable remuneration or stipend out of the funds of the Church.

9.3. Where it is proposed that an Office Bearer (or person, firm or company, connected with the Office Bearer) is to be employed or receive remuneration or sell goods or services or any interest in land to the Church then this shall be permitted only if:

- the Office Bearer or any person connected with the trustee who may benefit directly or indirectly from the proposed remuneration declares an interest in the proposal before discussion on the matter begins;
- absents himself or herself (or in the case of any connected persons themselves) from any part of any meeting at which the proposal is discussed and takes no part in any discussion of it and is not counted in determining whether any such meeting is quorate;
- does not vote on the proposal;
- the remaining Office Bearers who do not stand to receive the proposed benefit are satisfied that it is in the best interests of the Church to contract with or employ that Office Bearer (or connected person) rather than someone who has no connection with the Church or Office Bearer and must record the reason for their decision in the minutes;
- in reaching that decision the Office Bearers must balance the advantage of contracting with or employing an Office Bearer against the disadvantage of doing so (especially the loss of the Office Bearers services as a result of dealing with the Office Bearers conflict of interest);
- the Office Bearers authorising the proposed transaction comprise a majority of the Office Bearers and have not received any such benefit. At no time may a majority of the Office Bearers benefit under this provision.

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## **10. RECORD KEEPING AND ACCOUNTING**

10.1. The Church's annual financial year will run from 1 January to 31 December.

10.2. Financial statements shall be presented to the Office Bearers and incorporated into the Church's financial statements.

10.3. A statement of the Church Accounts (audited or independently examined as required by law) shall be received by the Annual Church Members' Meeting.

10.4. The law requires Charity Trustees to make the annual report and accounts available to any person who requests them. The Office Bearers may make a reasonable charge to cover the administration costs of meeting this request, though a charge will not be made to members of the church.

10.5. The Office bearers must maintain a list of the members of the Church. This should be kept under regular review.

## **11. POWER OF AMENDMENT**

11.1. Subject to clause 11.2 this constitution may be amended but only by a Special Resolution passed at a Church Members' Meeting.

11.2. No amendment may be made to this Constitution that would have the effect of making the Charity cease to be a charity at law, and no amendment may be made to clauses 2, 3, 4, 9 and 11 or any of the Schedules without the prior written permission of the Charity Commission.

11.3. A copy of any resolution amending this Constitution shall be sent to the Charity Commission within twenty-one days of it being passed.

## **12. CLOSURE**

12.1. If the Church shall resolve to close or shall cease to meet for worship for at least six months the Office Bearers will remain in office as charity trustees and be responsible for winding up the affairs of the church in accordance with this clause.

12.2. The assets of the Church, after the satisfaction of debts and liabilities (not being property assets subject to separate trusts) shall be applied for Christian charitable purposes as closely as possible to the Purpose as stated in clause 3 as shall be decided by a Special Church Members' Meeting or in such other manner as the Charity Commission may approve in writing in advance.

12.3. The Office Bearers shall notify the Charity Commission of any closure or dissolution.

12.4. The property assets shall be dealt with by the holding trustees and the Office Bearers in accordance with the property trusts.

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## **SCHEDULE I**

### **DECLARATION OF PRINCIPLES**

The Free Church of England otherwise called the Reformed Episcopal Church, in the United Kingdom of Great Britain and Northern Ireland, which is a branch of the Holy Catholic Church of the Lord Jesus Christ, united by faith to Him Who is the Head over all things to the Church which is His body; and recognising the essential unity of all who, by a like Faith, are united to the One Divine and Common Head, doth make declaration of its Principles as follows :

1. The "Free Church of England otherwise called the Reformed Episcopal Church in the United Kingdom of Great Britain and Northern Ireland", holding "the faith once delivered unto the saints", declares its belief in the Holy Scriptures of the Old and New Testaments as the Word of God, and the sole Rule of Faith and Practice; in the creed "commonly called the Apostle's Creed"; in the Divine institution of the Sacraments of Baptism and the Lord's Supper; and in the Doctrines of grace substantially as they are set forth in the Thirty-nine Articles of Religion.
2. This Church recognises and adheres to Episcopacy, not as of Divine Right, but as a very ancient and desirable form of Church polity.
3. This Church, retaining a Liturgy which shall not be repressive of freedom in prayer, accepts the Book of Common Prayer, as it was revised, prepared and recommended for use by the General Convention of the Protestant Episcopal Church, A.D. 1785, reserving full liberty to alter, abridge, enlarge and amend the same, as may seem most conducive to the edification of the people, "provided that the substance of the faith be kept entire".
4. This Church condemns and rejects the following erroneous and strange doctrines as contrary to God's Word:

First That the Church of Christ exists only in one order or form of ecclesiastical polity;

Second That Christian Ministers are "priests" in another sense than that in which all believers are "a royal priesthood";

Third That the Lord's Table is an altar on which the oblation of the Body and Blood of Christ is offered anew to the Father:

Fourth That the Presence of Christ in the Lord's Supper is a presence in the elements of Bread and Wine;

Fifth That Regeneration is inseparably connected with Baptism.

In accordance with the liberty given in Clause 3 of the above Declaration of Principles, this Church accepts the Book of Common Prayer of the Church of England, with such revisions as shall exclude sacerdotal doctrines and practices. This Church, as a Reformed and Protestant Church, doth hereby re-affirm its constant witness against all those innovations in

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Doctrine and Worship whereby the primitive Faith hath been from time to time defaced or overlaid, and which at the Reformation were disowned and rejected.

This Church will maintain communion with all Christian Churches, and will set forward, so far as in it lieth, quietness, peace and love, among all Christian people.

## **SCHEDULE 2**

### **QUALIFICATIONS FOR MEMBERSHIP**

Canon 62<sup>vii</sup> defines voting members of a Parish or Congregation as all persons enrolled as communicants and duly contributing to its support, over the age of 18 years. All such persons are also members of the charity

Canon 66<sup>viii</sup> defines a Communicant as a person who receives Holy Communion at least three times a year, or whose name is on a Communicant Roll, kept by the Minister and Churchwardens (from which Roll they can also be removed). Communicant status presupposes Baptism and Confirmation for FCE members but not necessarily Confirmation for members of other Churches who unite with the FCE.

## **SCHEDULE 3**

### **CHURCH MEMBERS MEETINGS**

Canon 71<sup>ix</sup> defines the Annual Open Congregational Meeting at which Office Bearers are elected.

Canon 72<sup>x</sup> makes provision for Special Congregational Meetings at which Office Bearers may change.

Canons 77-80 define meetings of the Office Bearers

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<sup>i</sup> DELEGATES - *Every organised Congregation shall be entitled to elect not more than two Delegates as its representatives to Convocation, and/or Diocesan Synod. Every Communicant of full age shall be eligible for election as a Delegate. In addition to the two Delegates, an alternate Delegate may be elected to take the place of either of the two Delegates who may be unable to attend the Meeting of Convocation, or Diocesan Synod.*

<sup>ii</sup> CONSTITUTION OF THE CHURCH COUNCIL - *The Church Council shall consist of the Minister, the Churchwardens, and Delegates, ex-officio, together with the Church Councillors elected and appointed at the Annual Congregational Meeting.*

<sup>iii</sup> CHURCH OFFICERS TO BE ADMITTED BY THE BISHOP - *All Churchwardens, Delegates, Church Councillors and Members of the Minister's Advisory Council shall be required upon election, and before acting in their respective offices, to be duly admitted thereto by the Bishop or his Commissary, having jurisdiction, they having just subscribed the following declaration:*

*I the undersigned, .....of.....having been duly elected (or nominated) to the office of ..... in the Church of....., and being a Communicant of the said Church, do hereby solemnly and sincerely affirm and declare that I assent to the principles of the Free Church of England, otherwise called the Reformed Episcopal Church of England, as set forth in its Constitution and Canons, and that I will and do hereby submit myself to, and will conform to the Doctrine, Discipline, and Worship of the said Church, as the same are lawfully provided and set forth, as long as I shall continue a member thereof.*

Dated this.....day of .....19..... Name .....

Address .....

Office .....

Witness.....

<sup>iv</sup> MEETINGS OF THE CHURCH COUNCIL - *Meetings of the Church Council may be convened by the Minister or Churchwardens at any time, or, by not less than one third of the Church Councillors for the time being. At least three clear days notice of such meetings shall be given to every member of the Church Council.*

<sup>v</sup> CHAIRMAN OF THE CHURCH COUNCIL - *The Minister shall be Chairman of all Church Council Meetings, and Congregational Meetings, either Annual or Special, but, in the event of his absence, or there being no Minister, the members present at any meeting shall elect, from among themselves, a Chairman of such Meeting. The Chairman shall have a casting, as well as an ordinary vote.*

<sup>vi</sup> A RECORD TO BE KEPT OF THE PROCEEDINGS OF MEETINGS - *A faithful record of the proceedings and resolutions of all Church Council Meetings and Congregational Meetings, either Annual or Special, shall be kept (in books to be provided for that purpose by the Churchwardens) by the Church Council Secretary, who shall be elected by the Church Councillors from their own number at the first Church Council Meeting held after the Annual Congregational Meeting and such record shall be open to the inspection of the Bishop or his Commissary at all reasonable times.*

<sup>vii</sup> COMPOSITION OF A PARISH - *The boundaries of a Parish or Congregation are not geographical. A Parish or Congregation consists of all the persons enrolled as Communicants thereof and duly contributing to its support. Such persons, being of full age, shall be entitled to vote at all Special or Annual Congregational Meetings of such congregation. Any congregation which for the space of three years shall have failed to conform to the Laws and Regulations of this Church, as set forth in the Canons thereof, or by the order of Convocation shall be considered to have ceased to belong to this Church, and by a vote of Convocation or Council having jurisdiction, may be removed from the list of organised congregations, without prejudice to the rights of the Free Church of England, otherwise called the Reformed Episcopal Church, to any property relating to such congregation under the Trust deeds affecting the same.*

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*viii COMMUNICANTS - A Communicant shall be deemed to be a person who shall partake of the Lord's Supper in some Congregation of this Church, at least three times in the year, of which Easter shall be one, or whose name shall appear in the Roll of Communicants of the Congregation of this Church, to which he or she shall belong, or whose name shall appear upon the Roll of Scattered Members as defined in Canon 70. The said Roll of Communicants shall be kept by the Minister, and Churchwardens, who shall enter therein, from time to time, the names and addresses of the regular Communicants of the Congregation: and, if possible, a record of the time at which they have received the Communion. The Roll of Communicants shall be amended immediately before the holding of the Annual Congregational Meeting in each year and the names of those Communicants who, without reasonable cause, have not partaken of the Lord's Supper, at least three times during the preceding twelve months, shall be removed from the same.*

*ix CHURCH OFFICERS TO BE ELECTED ANNUALLY AT AN OPEN CONGREGATIONAL MEETING - In each Congregation annually during the month of February of each year or at any time upon the organisation of a new Congregation an open Congregational Meeting shall be held The Wardens and Delegates shall be chosen from among the Communicants who are of the age of not less than twenty one years and Church Councillors shall be chosen from among the Communicants who are of full age and shall hold office until the First day of March in the following year. (It is recommended that the Church Councillors be so chosen that one third of their entire number shall be elected each year). One Warden shall be nominated by the Minister and the other by the people and the Minister shall be ex officio Chairman of the Congregational Meeting and of all meetings of the Church Council and other parochial bodies and meetings. The elected Delegates shall serve as Delegates to both Convocation and Diocesan Synod. The voting shall be by show of hands but upon the request of two members may be by ballot if the meeting so decides.*

*x SPECIAL MEETINGS OF THE CONGREGATION - Special Congregational Meetings for the consideration of parish business, or for the filling up of any vacancies in the ranks of Church Officers until the Annual Congregational Meetings following, may be convened at any time by the Minister or Churchwardens, due notice of such Meeting being given in writing, signed by the Minister or Churchwardens, and affixed to the Church Door, or on the Parish Notice Board, at least three clear days before the holding of the Meeting, and of which Sunday shall be one.*

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