

# The Friends of St Mary the Virgin Church, Ipsden, Oxfordshire - Constitution

## THE FRIENDS OF ST. MARY THE VIRGIN CHURCH, IPSDEN, OXFORDSHIRE

### CONSTITUTION

1. THE NAME OF THE SOCIETY shall be THE FRIENDS OF ST. MARY THE VIRGIN CHURCH, IPSDEN (hereinafter described as "the Society").
2. THE OBJECTS OF THE SOCIETY shall be to maintain, repair, restore, preserve, improve, beautify and reconstruct for the greater glory of God the fabric of the Church of St. Mary the Virgin, Ipsden, its boundaries (including gates and hedges), monuments, fixtures, furniture, stained glass, ornaments and other chattels.
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, sponsorship, subscriptions, covenants, legacies, grants and appeals or by application to any person, person's 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) subject to such consents as may from time to time be required by law
  - c. will in no way be concerned to provide any financial assistance for the general running costs of the Parish Church including the cost of heating, lighting, the cost of running church services or the provision of candles, or other items required for services.
  - d. may do all such other lawful things as are necessary for the achievement of the objects.
  - e. All works undertaken by the Society must have the approval of the Ipsden Parochial Church Council (hereinafter described as "the PCC") and, if necessary, the appropriate faculty permission.
4. THE MANAGEMENT OF THE SOCIETY shall be in the hands of an elected Committee, which when complete shall comprise:
  - a. Five members appointed by the inaugural meeting of the Society
  - b. Up to two members to be appointed annually by the PCC
  - c. Up to 7 Committee Members to be appointed at each AGM of the Society or outside of the AGM with the agreement of the majority of the Members voting when a vacancy exists
  - d. The Committee shall appoint at its annual general meeting from among its number a Chairperson, a Treasurer and a Secretary; and a quorum of the Committee shall be four members.

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e. The Chairperson will be responsible for obtaining the approval of the PCC for any proposed works prior to these being initiated

f. The Officers and Committee members shall all retire at the first Annual General Meeting and will be eligible for re-election at that meeting by majority vote of the members.

g. The Society may refer to an independent examiner for audit purposes.

5. MEMBERSHIP OF THE SOCIETY any person interested in the objects of the Society who has paid an annual member subscription, as agreed by the Executive Committee from time to time, shall be eligible to be a member of the Society.

Every member over the age of eighteen years shall be entitled to one vote to elect Executive Committee members.

Any member may appoint another member to vote on his/her behalf at a meeting of the society (a proxy) by giving written notice to the Chairperson of the society before the start of the meeting at which the proxy is to exercise the absent members vote.

The Executive Committee shall have the right:

a] to approve or reject applications for membership and

b] for good and sufficient reason to terminate the membership of any person provided that the member concerned shall have the right to be heard by the Executive Committee before a final decision is made.

6. THE ANNUAL GENERAL MEETING [AGM] shall be held within 28 days of the anniversary of the formation of the Society. At the AGM, Executive Committee Officers shall be elected; audited accounts of the previous financial year shall be presented by the Executive Committee; the annual report of work done by or under the auspices of the Committee and proposed future plans presented; and the transaction of other such matters as may from time to time be necessary shall be discussed. The Executive Committee shall meet not less than three times per year. Not less than fourteen days' notice of all meetings by any such means as the secretary thinks is appropriate.

7. THE CHAIRPERSON of the Executive Committee shall act as Chairperson of the Annual General Meeting or any other special meeting. Subject to paragraph 5 above, every Friend, including the Chairperson, shall have one vote. All questions arising at any meeting shall be decided by a simple majority of those present and, in the case of equality of voting, the Chairperson shall have a second casting vote. The quorum at any general meeting of the Society (except meetings of the Committee) shall be four Friends.

8. THE INCUMBENT CHURCHWARDENS AND PAROCHIAL CHURCH COUNCIL of ST MARY THE VIRGIN IPSDEN retain all their rights and all ecclesiastical law continues to apply to the church. The Society recognises the absolute rights of the Churchwardens, PCC and Chancellor, in relation to authorising any Society proposal, which may affect the fabric of the church

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9. THESE RULES may be varied deleted or added to by resolution passed by a three-fourths majority of the members of the Society present 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.

10. THE FINANCIAL YEAR of the society shall be 1st January – 31st December.

11. THE DISSOLUTION OF THE SOCIETY may be effected only by a resolution passed by a three-fourths majority of the members present 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 with the approval of the authority having charitable jurisdiction determine.

12. ANY BANK ACCOUNT shall be opened in the name of the Society and all transactions and documents relating thereto shall require the approval of two members of the Committee of whom one shall be the Treasurer. All monies raised by or on behalf of the Society shall be applied to further objects of the Society and for no other purpose. This shall not prevent payment to members of the Committee of reasonable agreed out-of-pocket expenses. A bank account shall be opened in the name of the Society

THESE RULES WERE INITIALLY ADOPTED BY FORMAL RESOLUTION AT THE MEETING OF THE SOCIETY HELD ON 28<sup>th</sup> JULY 2014 AT THE KING WILLIAM PUBLIC HOUSE, HAYLEY, IPSDEN AND THE ORIGINAL GOVERNING INSTRUMENT OF WHICH THEY ARE A TRUE COPY IS INCORPORATED IN THE MINUTE BOOK OF THE SOCIETY.

THE MEMBERS APPROVED THE FOLLOWING AMENDMENTS AT THE 3<sup>RD</sup> JULY 2016 AGM:

- TO MOVE THE WORDING NOW STATED IN CLAUSE 3E, FROM ITS ORIGINAL POSITION AT THE END OF CLAUSE 2
- TO ADD CLAUSE 4C, TO CLARIFY THE PROCESS FOR ELECTING COMMITTEE MEMBERS
- TO CHANGE CLAUSE 10 FINANCIAL YEAR DATES

THE MEMBERS FURTHER APPROVED THE FOLLOWING AMENDMENT AT THE 12<sup>TH</sup> JULY 2017 AGM:

- TO CHANGE CLAUSE 4A FROM 6 MEMBERS TO UP TO 7 MEMBERS