

The Religious Society of Friends (Quakers) in Britain

FRIENDS SOUTHERN SUMMER EVENTS

Constitution

Adopted on 24 November 2007 by Minute AGM 2007/3 of the First Annual General Meeting of Friends Southern Summer Events.

Definitions

- i. The Religious Society of Friends (Quakers) in Britain refers to the church in Britain, the Channel Islands and the Isle of Man, in its entirety, including all its local meetings for worship and its constituent meetings for church affairs, as well as all their work (referred to below as the Religious Society).
- ii. Britain Yearly Meeting refers to Britain Yearly Meeting of the Religious Society of Friends (Quakers), a charity comprising the centrally held and managed policy, property, employment and work of the Religious Society.
- iii. Area Quaker Meetings are the main local meetings for church affairs. Each Area Quaker Meeting is a separate charitable body and may be registered as such with the Charity Commission.
- iv. The Book of Christian Discipline refers to the Book of Christian Discipline of the Religious Society, as revised, supplemented and re-issued from time to time, the current edition (at the date of adoption of this constitution) being entitled *Quaker faith & practice* (Third Edition, London, 2005).
- v. An FSSE Event is an event organised by FSSE within the scope of its objects.
- vi. Adult Volunteers are those persons, aged 20 or over, who help with the organisation and/or running of an FSSE Event.
- vii. Participants are those persons, of whatever age, who attend an FSSE Event but who are not Adult Volunteers.

1. Constitution

Friends Southern Summer Events shall be administered and managed in accordance with the provisions in this constitution. Further guidance is contained in the Book of Christian Discipline.

2. Name

The name of the charitable body to which this constitution relates is Friends Southern Summer Events (abbreviated as FSSE).

3. Objects

The objects of FSSE are to promote and advance the spiritual nurture and religious education of the community and in particular of young people and others of the Quaker tradition, primarily for residents in the area of the southern part of Britain, and in furtherance thereof:

- i) to organise and promote events for the spiritual and moral benefit of the community;
- ii) to disseminate by whatever means the ideals of truth, non-violence and equality within a Quaker background.

4. Administration

Subject to the matters set out below, the property of FSSE shall be administered in accordance with this constitution by the trustees appointed pursuant to Clause 14.

5. Income

- i) The funds of FSSE shall be safeguarded by being deposited in a bank account. The bank account or accounts shall be held in the name of Friends Southern Summer Events or in the name of an event or committee and not in the name of any individual.
- ii) The funds of FSSE shall be applied only in furthering the objects of FSSE.

6. Application of capital

At their discretion, the trustees may spend all or part of the capital of FSSE in furthering the objects of FSSE.

7. Dissolution

If at a members meeting of FSSE the members decide that it is necessary or advisable to dissolve FSSE or to amalgamate with another charitable body, the trustees shall have the power to realise any assets held by or on behalf of FSSE. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to another charitable institution or institutions having objects similar to those of FSSE.

8. Amendments

- i) Amendments to this constitution shall be agreed by a members meeting and recorded by minute.

- ii) No amendment may be made that affects the objects of FSSE (Clause 3) or the benefits to trustees (Clause 17) without the prior written consent of the Charity Commission, nor may the charitable status of FSSE be affected.

9. Corporate Members

Each of the following bodies shall (with the consent of such body) be a member of FSSE:

- i) each of the Area Quaker Meetings designated for this purpose by a members meeting;
- ii) any other body designated for this purpose by a members meeting.

Each such body may send a representative (or such greater number of representatives as may from time to time be agreed by a members meeting) to each members meeting, and shall keep FSSE informed of the name of its representative (or representatives) from time to time.

10. Individual Members

Individual members are those who are members of FSSE by virtue of their position, or are appointed to membership by a members meeting. These shall be:

- i) The trustees of FSSE (appointed pursuant to Clause 14)
- ii) All persons appointed pursuant to Clause 13
- iii) All Adult Volunteers who attend the whole (or substantially the whole) of an FSSE Event which has been designated for this purpose by a members meeting
- iv) All Participants who attend the whole (or substantially the whole) of an FSSE Event which has been designated for this purpose by a members meeting
- v) Others agreed at a members meeting, for a fixed period (agreed at the members meeting) not exceeding three years.

Appointment to membership pursuant to paragraphs (iii), (iv) and (v) above shall take place at a members meeting. Each person who is to be appointed shall be so notified not less than 21 days prior to the members meeting concerned and shall be free to decline being appointed as a member.

The membership of each person who becomes a member of FSSE shall be recorded in the minutes of a members meeting.

11. Period of Membership and Register of Members

- i) The period of membership of each body referred to in Clause 9 shall begin when such body gives its consent to being a member of FSSE, and shall continue until such body ceases to exist or gives notice that it no longer wishes to be a member.
- ii) The period of membership of each trustee shall begin when such trustee's term of service as a trustee begins, and shall continue until the end of the Annual General Meeting following the time at which they cease to serve as a trustee.
- iii) The period of membership of each person appointed to a post pursuant to Clause 13 shall begin when such person's term of service pursuant to Clause 13 begins, and shall continue until the end of the Annual General Meeting following the time at which such person ceases to hold the post concerned.
- iv) The period of membership of each person who is to become a member pursuant to paragraph (iii) or (iv) of Clause 10 shall begin when the membership of such person is approved at a members meeting (as recorded in minutes of the meeting), and shall continue until the expiry of one year following the end of the FSSE Event which gave rise to such person becoming a member.
- v) The period of membership of each person appointed as a member pursuant to paragraph (v) of Clause 10 shall begin when the appointment is made (as recorded in minutes of the members meeting concerned), and shall continue until the end of the fixed term (not exceeding three years) agreed for this purpose at the members meeting.
- vi) Any member may terminate his or her membership with immediate effect by giving written notice to the clerk of FSSE.
- vii) FSSE shall maintain an official register of members and shall appoint a suitable member to have care of it.

12. Members meetings

Meetings shall be held in the manner of Quaker meetings for church affairs, in which the Religious Society conducts its business. They are meetings for worship based on silence, carrying the expectation that God's guidance can be discerned if members are truly listening together and to each other. The unity that is sought depends on the willingness of all to seek the truth in each other's utterances. There is no voting in the meetings, because the Religious Society believes that this would emphasise the divisions between differing views and inhibit the process of seeking to know the right way forward, the will of God as expressed in the sense of the meeting.

The clerk of the meeting bears the final responsibility for preparing the business, conducting the meeting and drafting the minutes of the meeting. Minutes are drafted by the clerk during the course of the meeting, but the final decision about whether the minute represents the sense of the meeting is the responsibility of the meeting itself, not of the clerk.

If the clerk of FSSE is absent from any members meeting, the members present shall choose one of their number to be clerk at that meeting before any business is transacted.

- i) The members of FSSE shall meet at such frequency, times and places as the members shall decide or the trustees shall direct, with a minimum of one members meeting each year (the Annual General Meeting, or AGM). The clerk may arrange for other members meetings to be held if necessary.
- ii) Members meetings are open to all individual members and representatives of corporate members.
- iii) All Participants and Adult Volunteers who attend the whole (or substantially the whole) of an FSSE Event shall be entitled to attend any members meeting (including the Annual General Meeting) which takes place in the period of one year immediately following that FSSE Event (whether or not they are members of FSSE), provided that any such person wishing to attend any such members meeting shall give notice to the clerk of their intention to attend in advance of the day of the meeting.
- iv) Save as referred to in paragraph (iii) above, persons who are not members of FSSE may be admitted to a members meeting only with permission of the clerk, which should be sought well in advance of the day of the meeting.
- v) Notice must be given of all members meetings:
 - a. The minimum period of notice required to hold any members meeting is fourteen clear days from the date on which the notice is deemed to have been given.
 - b. A members meeting may be called by shorter notice if it is so agreed by all the members entitled to attend.
 - c. 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 the Annual General Meeting, the notice must say so.
 - d. The notice must be given to all the members (including the trustees).
- vi) The business and activities of members meetings shall at all times be conducted in accordance with the provisions of the Book of Christian Discipline.

13. Appointments

- i) Members, in a members meeting, shall appoint a clerk (the clerk of FSSE), assistant clerk, treasurer, event co-ordinators and other posts as the members meeting sees the need for.

- ii) The appointments shall be made for a fixed term, generally not more than three years. Only in exceptional circumstances shall an appointee remain continuously in the same post for more than six years.
- iii) If at any time the trustees shall see the need to make an immediate appointment of the kind referred to in paragraph (i) above, they shall be free to make such an appointment, which shall be effective until the next members meeting, at which time the appointment shall be reviewed.

14. Trustees

- i) Members, in a members meeting, shall appoint a body of trustees ordinarily containing not fewer than five nor more than fifteen persons.
- ii) Britain Yearly Meeting (through one of its constituent committees or meetings) may nominate one person to serve as a trustee (or more than one person if so agreed by a members meeting). A person so nominated shall be appointed by members in accordance with paragraph (i) above, subject always to the other provisions of this clause 14. For the period between the nomination of such a person and the holding of a members meeting, the trustees may appoint such person as a trustee.
- iii) Members, in a members meeting, may designate any body (or bodies) as a body which is entitled to nominate a person (or such greater number of persons as the members meeting may agree) to serve as a trustee. A person nominated by such a body shall be appointed by members in accordance with paragraph (i) above, subject always to the other provisions of this Clause 14.
- iv) A majority of the trustees must be members of the Religious Society.
- v) All trustees must be at least eighteen years of age.
- vi) The trustees shall, so far as practicable, include the clerk of FSSE, the treasurer and representatives from its events and its membership.
- vii) The appointments shall be reviewed at intervals not exceeding three years. A trustee can be reappointed on no more than two occasions to give an unbroken term of service as a trustee of FSSE not exceeding nine years. That person cannot then be reappointed as a trustee until three years have elapsed after the end of the last period of service in that capacity.
- viii) If at any time either:
 - a. the number of trustees falls below five, or
 - b. a trustee who has been appointed by members in accordance with paragraph (i) above unexpectedly ceases to serve as a trustee,

then the trustees shall be free to appoint a trustee with immediate effect in order to bring the number of trustees up to five or (as the case may be) to replace the trustee who has unexpectedly ceased to serve. Such an appointment shall be effective until the next members meeting, at which time the appointment shall be reviewed.

15. Eligibility, disqualification and removal of Trustees

A person who is appointed to act as a trustee may hold office unless he or she:

- i) notifies to the clerk of FSSE a wish to be released from service as a trustee;
- ii) ceases to be a member of FSSE;
- iii) is determined by a members meeting to no longer be a fit or suitable person to carry out the duties of a trustee;
- iv) is believed by a members meeting to have become incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs; or
- v) comes to the end of his or her term of service.

Removal of a trustee under the terms of (iii) or (iv) above shall require a decision of the members.

Persons who are legally ineligible to act or who are disqualified from acting as trustees shall not be able so to act nor continue so to act.

Release of a trustee from office shall be recorded by minute of a members meeting.

16. Powers of Trustees

The trustees shall have the following powers, in exercise of which they shall at all times be guided by the Book of Christian Discipline:

- i) To raise funds from contributions; from legacies; from grants and other sources; from investments and the use of assets; and from the sale of goods or services provided in furtherance of FSSE's objects;
- ii) To borrow money and to give security for loans (but only in accordance with the restrictions imposed by the Charities Act 1993 as amended from time to time);
- iii) To set aside income as a reserve;
- iv) To make investments in accordance with legal constraints and rules or guidelines established by the trustees from time to time;

- v) To co-operate with other charities or to enter into partnerships;
- vi) To establish or support trusts or institutions formed for charitable purposes within FSSE's objects;
- vii) To employ staff;
- viii) To pay pensions;
- ix) To obtain and pay for goods and services;
- x) To pay an honorarium to any of the persons appointed pursuant to Clause 13, in accordance with arrangements approved by a members meeting (and in the case of any such person who is also a trustee, the honorarium shall be paid in respect of such person's appointment pursuant to Clause 13, not in respect of such person's appointment as a trustee);
- xi) To reimburse reasonable expenses, including those of the trustees, incurred when acting on behalf of FSSE;
- xii) To open and operate bank accounts;
- xiii) To effect insurance;
- xiv) To insure themselves against the costs of a successful defence to a criminal prosecution brought against them as charity trustees or against personal liability incurred in respect of any act or omission which is or is alleged to be in breach of trust or breach of duty;
- xv) To make appointments as set out in Clause 13(iii) and Clause 14(vii);
- xvi) To delegate their powers or functions as set out in Clause 19;
- xvii) To establish a nominations committee;
- xviii) To establish committees or working groups for carrying out agreed programmes of work;
- xix) To authorise any committees to open a bank account and to appoint signatories; such action to be recorded by minute of the committee and reported without delay to the trustees;
- xx) To make such other rules, and adopt such policies and procedures, as are necessary or desirable for the proper administration of FSSE and running of FSSE Events (but such rules, policies and procedures cannot override any powers or limitations in this constitution);
- xxi) To do any other lawful thing that is necessary or desirable for the achievement of the objects of FSSE.

17. Trustees not to be personally interested

- i) Subject to the provisions of sub-clause (ii) of this clause, and subject to Clause 16 (xiii), no trustee shall receive remuneration or be interested (otherwise than as a trustee) in any contract entered into by the trustees.
- ii) Any trustee for the time being, who possesses specialist skills or knowledge, may charge and be paid reasonable fees for business done by her or him or her or his firm when instructed by the other trustees to act on behalf of FSSE, provided that the basis of remuneration is agreed in advance, that at no time shall a majority of the trustees benefit under this provision, and that a trustee shall withdraw from any meeting at which her or his own instruction or remuneration, or that of her or his firm, is under discussion.

18. Meetings and proceedings of the trustees

- i) The trustees shall conduct their meetings according to the Quaker business method as described in the Book of Christian Discipline.
- ii) The trustees shall appoint from among their number a clerk (the clerk to the trustees) who shall not be the same person as the clerk of FSSE.
- iii) The trustees shall hold at least two meetings each year. Meetings of the trustees may be called at any time by the clerk to the trustees or by any two trustees upon not less than fourteen days' notice being given to the other trustees of the matters to be discussed. This period of notice may be waived with the consent of all trustees.
- iv) If the clerk to the trustees is absent from any meeting, the trustees present shall choose one of their number to be clerk at that meeting before any business is transacted.
- v) An effective working strength of the trustee body, normally represented by at least half of the trustees for the time being, should be present for decisions to be made in right ordering.
- vi) Minutes are to be made in the meeting and accepted and signed in accordance with Quaker business method as set out in the Book of Christian Discipline. The trustees shall keep minutes of the proceedings at meetings of the trustees and of any sub-committee.
- vii) The trustees may from time to time make and alter arrangements for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.
- vii) The trustees shall report to a members meeting at least once a year. They shall also refer to a members meeting any major decisions such starting a new event or ceasing to run one.

19. Power of Trustees to delegate

- i) The trustees may, to the extent permitted by law, delegate any of their powers or functions to a committee including two or more trustees but the terms of any such delegation must be recorded by minute.
- ii) The trustees may impose conditions when delegating, including conditions that:
 - a) the relevant powers are to be exercised exclusively by the committee to which they are delegated;
 - b) no expenditure may be incurred except in accordance with a budget previously agreed with the trustees.
- iii) The trustees may revoke or alter a delegation.
- iv) All acts and proceedings of any such committee must be fully and promptly reported to the trustees.

20. Annual Report and Accounts

- i) The trustees shall ensure that an annual report and statement of accounts for FSSE is prepared in compliance with current charities legislation.
- ii) It shall be the duty of members, in a members meeting, to appoint an auditor or independent examiner of FSSE's accounts.
- iii) The report and statement of accounts must be presented to the next Annual General Meeting (or to another members meeting) for consideration and acceptance after the end of the financial year.
- iv) The trustees shall submit an appropriate annual return to the Charity Commission in compliance with current legislation.

Signed:
Clerk of Friends Southern Summer Events

and one of the following:

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Assistant Clerk of Friends Southern Summer Events

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Treasurer of Friends Southern Summer Events