

Incorporating the Amendments passed by  
The Annual General Meeting on 28th March 1992

## CONSTITUTION AND RULES OF THE ECCLESIASTICAL LAW SOCIETY

### **Name and Object**

- 1.1. The name of the Society shall be 'The Ecclesiastical Law Society'. In the name of the Society and in this Constitution and these Rules the expression 'ecclesiastical law' means the general canon law of the Holy Catholic and Apostolic Church and also the ecclesiastical law of the Church of England and of the Churches in communion with the Church of England.
- 1.2. The Object of the Society is the promotion of the study of ecclesiastical law for the benefit of the public, in particular through:
  - (i) the education in ecclesiastical law of those who may hold authority or judicial office in, or practise in the ecclesiastical courts of the Church of England;
  - (ii) the enlargement of knowledge of, and learning in, ecclesiastical law among the clergy and laity of the Church of England and of Churches in communion with the Church of England;
  - (iii) the provision of assistance in matters of ecclesiastical law to the General Synod of the Church of England, the Convocations of Canterbury and York and the Bishops and dignitaries of the Church of England.

### **Members**

- 2.1. The following may be admitted, on making due application, to Membership:-
  - (i) Archbishops and Bishops of the Church of England and of any Church in communion with the Church of England;
  - (ii) Priests holding Archdeaconries, Deaneries, Provostships, or residentiary Canonries in the provinces of Canterbury and York;
  - (iii) Holders or past holders of high judicial office in any part of the United Kingdom;
  - (iv) Ecclesiastical Judges or Registrars, holding office under the Ecclesiastical Jurisdiction Measure 1963, or any subsequent Measure passed for the like purpose, or holding office in any Church in communion with the Church of England;
  - (v) Members of the Bar of England and Wales and solicitors admitted to the Roll of Solicitors kept by the Law Society;
  - (vi) Holders of a degree in law granted by any University or Polytechnic in the United Kingdom or by the Council for National Academic Awards or by any other degree awarding body which the General Committee may from time to time deem appropriate to recognise.
  - (vii) Any other person whose application is approved by the General Committee on the ground that he or she is qualified by learning or experience in ecclesiastical law or in ecclesiastical administration to be a Member.

- 2.2. Every application for Membership shall be submitted to the Secretary, who may admit the applicant to Membership or refer the application to the General Committee. The General Committee shall have an absolute discretion whether to allow any application so referred to it or to refuse it.
- 2.3. The General Committee may admit distinguished persons to Honorary Membership. No subscription shall be required from an Honorary Member. An Honorary Member may speak but not vote in the transactions of the Society.
- 2.4. A person once admitted to Membership shall continue a Member unless his Membership is determined under Rule 8.

### **Officers and Committees**

- 3.1. The Society shall have the following Officers, viz:- a President, a Chairman, a Vice-Chairman, a Secretary, a Deputy Secretary and a Treasurer.
- 3.2. There shall be a General Committee consisting of the Officers, twelve elected Members of the Society and such other Members as may be co-opted to serve.
- 3.3. The Officers, other than the President, and those chosen to fill the vacancies in the General Committee shall be elected from among the Members of the Society at each Annual General Meeting. Casual vacancies among Officers or General Committee Members may be filled on the nomination of the Executive Committee.
- 3.4. There shall be an Executive Committee consisting of the Officers, other than the President, and such Members of the General Committee as the General Committee may appoint from time to time for that purpose.
- 3.5. The General Committee may appoint a member of the Society to be an Executive Officer. Such appointment shall be for a term not exceeding three years and may be renewed on the expiry of each term of office.
- 3.6. No member of the General Committee shall receive any remuneration or benefit in money or money's worth from the Society provided that nothing shall prevent the payment in good faith by the Society to the Executive Officer if the General Committee determine that it is in the interests of the Charity to include him/her on the Committee and in that event:-
  - (i) the Executive Officer shall join and may continue to be a member of the Committee so long as the Committee pass a resolution, each year at the meeting nearest after the anniversary of his/her joining the Committee that the continued membership is expedient in the interests of the Charity and
  - (ii) that the Executive Officer is not a party to discussion on his/her terms of office and remuneration at meetings of the General Committee.
- 3.7. A quorum of the General Committee shall be five and of the Executive Committee three.

### **Terms of Service of Officers and Committee Members**

- 4.1. The President shall be elected for a term of five years.
- 4.2. The Officers, other than the President, shall be elected for a term of one year.
- 4.3. General Committee Members shall be elected for a term of three years.
- 4.4. Every Officer and Committee Member, whether elected, appointed to fill a casual vacancy or co-opted, shall notwithstanding Rules 4.1 to 3 and 5.2, hold Office until the first Meeting of the General Committee after the Annual General Meeting next following the expiry of his term of office, appointment or co-option, as the case may be.

### **Duties and Powers of Committees**

- 5.1. The General Committee shall decide the policy, and have the general management, of the Society; the Executive Committee shall have the day-to-day running of the Society under the directions of the General Committee: Provided that both the General Committee and the Executive Committee shall abide by the terms of any Resolution passed under Rule 7.4. below.
- 5.2. The General Committee shall have power to co-opt any Member to the General Committee for a stated term, which shall not exceed three years; provided that this power shall not be exercised so as to increase the Membership of the General Committee (including Officers) beyond twenty three.

### **Subscriptions**

- 6.1. An annual subscription shall be paid by or on behalf of all Members except Honorary Members. The subscription shall be of such an amount and payable on such a day and in such a manner as the General Committee may from time to time determine.

### **General Meetings**

- 7.1. The General Committee shall convene an Annual General Meeting of the Society in each year and may convene a Special General Meeting at any time and shall do so upon receipt of a requisition in writing in that behalf signed by at least fifty Members, or if the total Membership is less than two hundred, by one quarter of the Members. Unless impracticable for some urgent cause at least twenty one days' written notice of every General Meeting shall be given to all Members.
- 7.2. The Chairman, or the Vice Chairman, or in their absence or incapacity, such other Member as the Meeting may appoint, shall take the chair at all Meetings of the Society and its Committees.
- 7.3. At the Annual General Meeting:-
  - (i) the Officers shall be elected;
  - (ii) so many Members as may be required to fill the vacancies on the General Committee shall be elected to the General Committee.
  - (iii) the audited accounts of the Society for the preceding financial year shall be submitted to the Meeting.

7.4. At all General Meetings the Chairman:-

- (i) shall put before the Meeting every Resolution of which written notice has been given to the Secretary at least fourteen days before the date of the Meeting;
- (ii) may allow discussion on such matters and in such form as he in his complete discretion shall think fit.

#### **Determination of Membership**

- 8.1. If a Member fails to pay his subscription within three months of the date it falls due, his Membership shall *ipso facto* determine, unless the General Committee otherwise resolve.
- 8.2. A Member may resign, on giving written notice to the Secretary, at any time and may thereby determine his Membership.
- 8.3. The General Committee may determine the Membership of any Member on the grounds that he has publicly maintained opinions, or acted in a manner, inimical to or inconsistent with the attainment of the Society's Object. The General Committee shall not act under the Rule without first giving the Member a fair opportunity to answer any complaint which the Committee takes into consideration.

#### **Property and Dissolution**

- 9.1. All property of the Society shall be in the sole control of the General Committee for and on behalf of the Society for the attainment of its Objects. The General Committee may appoint Trustees to hold property for and on behalf of the Society. The Officers of the Society, the Members of the General Committee and such Trustees as may be appointed shall be indemnified against risk and expense out of the funds of the Society.
- 9.2. The Society may be dissolved by the Society in General Meeting provided at least 28 days' written notice of the terms of the proposed resolution to dissolve the Society has been given to every Member at the last address notified by or on behalf of that Member to the Secretary and the Resolution is passed by a majority of at least two to one of all Members voting on the relevant Resolution at a Meeting attended by at least fifty Members or one quarter of the total Membership which ever is the less.
- 9.3. On the dissolution of the Society the property held for and on behalf of the Society shall not be divided among the Members but shall be applied to such charitable Objects being similar to the Object of the Society as the Members shall determine.

#### **Change of Rules**

- 10.1. The Object and these Rules may be altered by the Society in General Meeting provided at least twenty eight days' written notice of the terms of the proposed alterations has been given to every Member at the last address notified by or on behalf of that Member to the Secretary.

No alteration shall be made to the Object of the Society save by a majority of at least two to one of all Members voting on the relevant Resolution at a Meeting attended by at least fifty Members or one quarter of the total Membership whichever is the less:

Provided that no amendment should be made to the Object of the Society (without the consent of the Charity Commissioners or the Court first being obtained), and no amendment shall be made which would have the effect of causing the Society to cease to be a Charity in law.

### **Savings**

- 11.1. Any matter concerning the Society not provided for by these Rules may be finally decided by the General Committee.
- 11.2. In the absence of bad faith non-compliance with these Rules shall not invalidate anything done by the Officers or General Committee on behalf of the Society.

### **Formation, Initial Meeting and First Elections**

- 12.1. The initial Members of the Society shall be all those persons who, at or before the initial Meeting, sign a copy of this Constitution and these Rules and thereby declare themselves Members. The initial Members shall, at the initial Meeting, elect Officers and Members of the General Committee. Of the Members of the General Committee so elected at least four shall resign, at or before the Annual General Meeting to be held in 1988 and a further four shall resign at or before the Annual General Meeting to be held in 1989. Those resigning shall be eligible for re-election. In default of agreement those to resign shall be chosen by lot.