

Constitution of Fellowship of Reconciliation (FoR)

Adopted on the 9th day of April 1994

Amended at Special General Meeting on July 22, 1995

Amended at the Board of Trustees' Meeting 18th day of February 2017 following the Motion passed at the Annual General Meeting on 18th April, 2015

1 Name

The Name of the Association is Fellowship of Reconciliation ("FoR").

2 Administration

Subject to matters set out below FoR and its property shall be administered and managed in accordance with this constitution by the members of the Board of Trustees constituted by clause 7 of this constitution ("the Board of Trustees").

3 Objects

FoR's objects ("the objects") are:

the advancement of religion

the advancement of education and,

any other charitable purposes in accordance with the 1914 Basis (see appendix 1).

4 Powers

In furtherance of the objects but not otherwise the Board of Trustees may exercise the following powers:

- i) powers to raise funds and to invite and receive contributions provided that in raising funds the Board of Trustees shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
- ii) power to buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use;
- iii) power subject to any consents required by law to sell, lease or dispose of all or any part of the property of FoR;
- iv) power subject to any consents required by law to borrow money and to charge all or any part of the property of FoR with the repayment of the money so borrowed;

- v) power to employ such staff (who shall not be members of the Board of Trustees) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependants;
- vi) power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or similar charitable purposes and to exchange information and advice with them;
- vii) power to establish or support any charitable trusts, associations or institutions formed for any or all of the objects;
- viii) power to appoint and constitute such advisory committees as the Board of Trustees may think fit;
- ix) power to do all such other lawful things as are necessary for the achievement of the objects.

5 Membership

- 1) Full membership of FoR shall be open to individuals who, having read the 1914 Basis, as set out in Appendix 1 of this constitution, wish to identify themselves with FoR and to be enrolled as members and have paid any annual subscription laid down from time to time by the Board of Trustees.
- 2) Every full member aged 18 or over shall have one vote.
- 3) Associate membership of FoR shall be open to:
 - i) individuals who are in sympathy with the 1914 Basis who do not wish to commit themselves to full membership and have paid any annual subscriptions;
 - ii) any body corporate, unincorporated association or informal group which is in sympathy with the 1914 Basis and has paid any annual subscription.
- 4) Associate members shall be entitled to attend meetings of FoR at the discretion of the Chair but will not be entitled to vote.
- 5){4} The Board of Trustees may unanimously and for good reason terminate the membership or associate membership of any individual or member organisation, provided that the individual concerned or the appointed representative of the member organisation concerned (as the case may be) shall have the right to be heard by the Board of Trustees, accompanied by a friend, before a final decision is made.

6 Honorary Officers

Triennially, at the Annual Council of FoR the members shall elect from among themselves a Chair, Vice Chair and Treasurer, who shall hold office for three years from the conclusion of the meeting at which they are elected unless elected to complete a triennial term in place of a member retiring before completing their term of office in which case they will retire at the meeting at which the member they are replacing was due to retire.

7 Board of Trustees

- 1) The Board of Trustees shall consist of up to 9 full members of FoR who are aged 18 or over being:
 - a) the honorary officers specified in the preceding clause;
 - b) up to 6 members elected by rotation at the Annual Council who shall hold office for up to three years from the conclusion of the meeting at which they are elected unless elected to complete a triennial term in place of a member retiring before completing their term of office in which case they will retire at the meeting at which the member they are replacing was due to retire.

Members of the Board of Trustees shall be elected by single transferable vote for a term of three years, one third retiring annually (by rotation).

- 2) The Board of Trustees may in addition appoint not more than 4 co-opted members but so that no-one may be appointed as a co-opted member if as a result, more than one third of the members of the Board of Trustees would be co-opted members. Each appointment of a co-opted member shall be made at a special meeting of the Board of Trustees called under clause 10 and shall take effect from the end of that meeting unless the appointment is to fill a place which has not been vacated in which case the appointment shall run from the date when the post becomes vacant.
- 3)
 - i) All the elected members of the Board of Trustees shall retire from office triennially by rotation at the end of Annual Council three years after the date on which they came into office, but they may be re-elected or re-appointed.
 - ii) All co-opted members of the Board of Trustees shall retire from office at the first Annual Council after the date on which they came into office, but they may be re-elected or re-appointed.
- 4){5} Nobody shall be appointed as a member of the Board of Trustees who would if appointed be disqualified under the provisions of the following clause.

- 5){6} No persons shall be entitled to act as a member of the Board of Trustees whether on a first or any subsequent entry into office until after signing in the minute book of the Board of Trustees a declaration of acceptance and of willingness to act in the trusts of FoR.

8 Determination of membership of Board of Trustees

A member of the Board of Trustees shall cease to hold office if he or she:

- 1) is disqualified from acting as a member of the Board of Trustees by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
- 2) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- 3) is absent without permission of the Board of Trustees from all their meetings held in a six month period and the Board of Trustees resolves that his or her office be vacated;
or
- 4) notifies to the Board of Trustees a wish to resign (but only if at least three members of the Board of Trustees will remain in office when the notice of resignation is to take effect).

9 Board of Trustees Members not to be personally interested

- 1) Subject to the provisions of sub-clause 2 of this clause, no member of the Board of Trustees shall acquire any interest in property belonging to the Charity (otherwise than as a trustee for the Charity) or receive remuneration or be interested (other than as a member of the Board of Trustees) in any contract entered into by the Board of Trustees.
- 2) Any member of the Board of Trustees for the time being who is a solicitor, accountant or other person engaged in a profession may charge and be paid all the usual professional charges for the business done by him or her or his or her firm when instructed by other members of the Board of Trustees to act in a professional capacity on behalf of FoR; provided that at no time shall a majority of the members of the Board of Trustees benefit under this provision and that a member of the Board of Trustees shall withdraw from any meeting at which his or her own instruction or that of his or her firm, is under discussion.

10 Meeting and proceedings of the Board of Trustees

- 1) The Board of Trustees shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the Chair or by any two members of the Board of Trustees upon not less than 4 days notice, being given to the other members of the Board of Trustees of the matters to be discussed but if the matters include an appointment of a co-opted member then not less than 21 days notice must be given.
- 2) The Chair shall act as Chair at meetings of the Board of Trustees. If the Chair is absent from any meeting, the members of the Board of Trustees present shall choose one of their number to chair the meeting before any business is transacted.
- 3) There shall be a quorum when at least one third of the number of the members of the Board of Trustees for the time being or three members of the Board of Trustees, whichever is greater, are present at a meeting.
- 4) Every matter shall be determined by a majority of the votes of the members of the Board of Trustees present and voting on the question but in the case of equality of votes, the chair of the meeting shall have a second or casting vote.
- 5) The Board of Trustees shall keep minutes in books, kept for the purpose, of the proceedings at the meetings of the Board of Trustees and any sub-committee.
- 6) The Board of Trustees may from time to time make and alter the rules 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.
- 7) The Board of Trustees may appoint one or more sub-committees consisting of three or more members of the Board of Trustees for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Board of Trustees would be more conveniently undertaken or carried out by a subcommittee; provided that all acts and proceedings of any such sub-committee shall be fully and promptly reported to the Board of Trustees.
- 8) The Board of Trustees may appoint one or more working groups and advisory groups to perform or advise upon any aspect of any function or any duty which in the opinion of the Board of Trustees would be more efficiently or appropriately undertaken or carried out by a working group or advisory group; provided that all acts and proceedings of any such working group or advisory group shall be fully and promptly reported to the Board of Trustees.

11 Receipt and expenditure

- 1) The funds of FoR, including all donations, contributions and bequests, shall be paid into an account operated by the Board of Trustees in the name of the Charity at such bank as the Board of Trustees shall from time to time decide.
- 2) The funds belonging to the Charity shall be applied only in furthering the objects.

12 Property

- 1) Subject to the provisions of sub-clause 2 of this clause, the Board of Trustees shall cause the title to:
 - a) all land held by or in trust for the charity which is not vested in the Official Custodian for Charities; and
 - b) all investments held by or on behalf of the Charity;

to be vested either in a corporation entitled to act as custodian trustee or in not less than three individuals appointed by their as holding trustee. Holding Trustees may be removed by the Board of Trustees at their pleasure and shall act in accordance with the lawful directions of the Board of Trustees, the holding Trustees shall not be liable for the acts and defaults of its members.

- 2) If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the Charity, the Board of Trustees may permit any investments held by or in trust for the Charity to be held in the name of a clearing bank, trust corporation or any stockbroking company which is a member of the international stock exchange (or any subsidiary of any stockbroking company) as nominee for the Board of trustees and may pay such a nominee reasonable and proper remuneration for acting as such.

13 Accounts

The Board of Trustees shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to:

- 1) the keeping of accounting records for the Charity;
- 2) the preparation of annual statements of accounts for the Charity;
- 3) the auditing or independent examination of the statements of account for the Charity; and
- 4) the transmission of the statements of account of the Charity to the Charity Commissioners.

14 Annual Report

The Board of Trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Charity Commissioners.

15 Annual Council

- 1) There shall be an Annual Council of FoR which shall be held in the month of April each year or as soon as practicable thereafter.
- 2) Every Annual Council shall be called by the Board of Trustees. The Chair shall give at least 21 days notice of the Annual Council to all members of the Charity. All the members shall be entitled to attend and vote at the meeting. Members unable to attend Annual Council may register for Council and request a postal vote for election of officers and trustees.
- 3) The Board of Trustees shall present to each Annual Council the report and accounts of FoR for the preceding year.
- 4) Nominations for election to the Board of Trustees must be made by members of FoR in writing and must be in the hands of the Chair at least 14 days before the annual general meeting. Should nominations exceed vacancies, election shall be by ballot using the single transferable vote.

16 Special General Meetings

The Board of Trustees may call a special general meeting of the Charity at any time. If at least 10 members request such a meeting in writing stating the business to be considered the Chair shall call such a meeting. At least 21 days' notice must be given. The notice must state the business to be discussed.

17 Procedure at General Meetings

The Chair or other person specially appointed by the Board of Trustees shall keep a full record of proceedings at every general meeting of FoR.

18 Notices

Any notice required to be served on any member of FoR shall be in writing and shall be served by the Chair or the Board of Trustees on any member either personally or by sending it through the post in a pre-paid letter addressed to such member at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have arrived within 10 days of posting.

19 Alterations to the Constitution

- 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.
- 2) No amendment may be made to clause 1, clause 3, clause 9, clause 20, or this clause without the prior consent in writing of the Charity Commissioners.
- 3) No amendment may be made which would have the effect of making the Charity cease to be a charity at law.
- 4) The Board of Trustees should promptly send to the Charity Commissioners a copy of any amendment made under this clause.

20 Dissolution

If the Board of Trustees decides that it is necessary or advisable to dissolve FoR it shall call a meeting of all the members of FoR, 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 Board of Trustees shall have the power to realise any assets held by or on behalf of FoR. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable or institutions having objects similar to the objects of FoR as the members of FoR 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 FoR must be sent to the Charity Commissioners.

This constitution was adopted on the date mentioned above by the Fellowship of Reconciliation.

Appendix I

The Basis of the Fellowship of Reconciliation

1. That Love, as revealed and interpreted in the life and death of Jesus Christ, involves more than we have yet seen, that it is the only power by which evil can be overcome and the only sufficient basis of human society.
2. That, in order to establish a world-order based on Love, it is incumbent upon those who believe in this principle to accept it fully, both for themselves and in relation to others, and to take the risks involved in doing so in a world which does not as yet accept it.
3. That, therefore, as Christians, we are forbidden to wage war, and that our loyalty to our country, to humanity, to the Church Universal, and to Jesus Christ our Lord and Master, calls us instead to a life-service for the enthronement of Love in personal, commercial and national life.
4. That the Power, Wisdom and Love of God stretch far beyond the limits of our present experience, and that He is ever waiting to break forth into human life in new and larger ways.
5. That since God manifests Himself in the world through men and women, we offer ourselves to His redemptive purpose, to be used by Him in whatever way He may reveal to us.