

Constitution of the British Committee of the Quaker Council for European Affairs

registered as charity number 293776

1. Name

The name of the Committee (hereinafter called the "Committee") is "The British Committee of the Quaker Council for European Affairs" and the Committee is also called by the abbreviated title "QCEA (British Committee)".

2. Objects

- a. The objects for which QCEA (British Committee) is established, which shall be of a charitable nature only, are:-
 - a. to promote religion according to the principles and practices of the Religious Society of Friends (commonly known as the Quakers),
 - b. to promote, maintain, improve and advance education,
 - c. to support the work in the fields of religion and education of the Religious Society of Friends in Europe and throughout the world.
- b. In furtherance, but without prejudice to the generality, of the foregoing the committee shall support and participate in the work of the Quaker Council for European Affairs, and shall when possible maintain links with similar organizations in overseas Yearly Meetings of the Religious Society of Friends.
- c. The committee shall have the following powers, exercisable in furtherance of these objects but not otherwise, namely:-
 - i to obtain collect and receive money and funds by way of contributions, donations, legacies, grants and other lawful methods, and accept and receive gifts of property of any description (whether subject to any special trust or not),
 - ii to arrange and provide for, the holding of exhibitions, meetings lectures and classes,
 - iii to promote, encourage or undertake organised research and experimental work and to disseminate the useful results thereof,
 - iv to procure to be written, and print, publish, issue and circulate, gratuitously or otherwise, any reports or periodicals, books, pamphlets, leaflets or other documents,
 - v to establish, subsidize, promote, co-operate, or federate with, or affiliate or become affiliated to, act as trustees or agents for, or manage, any charitable body having charitable purposes or a charitable purpose only as its objects or object, provide financial and other assistance to any such body, and acquire and undertake all or any part of the assets, liabilities and engagements to any such body which the Committee may lawfully acquire,
 - vi to undertake and execute any trusts necessary for the furtherance of the objects of the Committee,
 - vii to enter into arrangements with governments or authorities (supreme, municipal, local or otherwise) or any corporation or company or persons, which may be necessary to the attainment of the Committee's objects, and to obtain from any such authorities such charter, contracts, rights, privileges and concessions as the Committee may require,
 - viii to purchase, take on lease or in exchange, hire or otherwise acquire real or personal property and rights and privileges, and to construct, maintain and alter buildings or structures,
 - ix subject to such consents as may be required by law, to sell, let mortgage, dispose of or turn to account all or any of the property or assets of the association,
 - x subject to such consents as may be required by law, to borrow or raise money on such

- terms and on such security as may be thought fit,
- xi to retain or employ professional or technical advisers or workers not being members of the Committee within the objects of the organisation, and pay such salaries or fees for their services as may be thought necessary,
 - xii to do all such other lawful things as are necessary for the attainment of the objects of the Committee or any of them.

3. Membership

- a. The number of the members of the Committee ("the members") shall not be less than ten (10) nor more than twenty-five (25).
- b. Members shall be chosen by the Committee from amongst members of Britain Yearly Meeting of the Religious Society of Friends who are interested in furthering the objects of the Committee and who are recorded as members of Monthly Meetings within Britain Yearly Meeting save that up to two Members of British Committee may be attenders in good standing rather than members.
- c. Membership shall normally be for one triennium and may be renewed for a second and, exceptionally, a third triennium; after this the Friend is not eligible for reappointment until a further full triennium has elapsed. The triennium shall start from the first of January. Members appointed after the first meeting in the year shall be considered as starting from the following January.
- d. Notwithstanding clause 8 below, the Committee may appoint and dismiss Members without right of appeal.
- e. The membership of the Committee shall be reported from time to time to the Quaker Council for European Affairs.

4. Officers

- a. The Committee shall choose from amongst the Members its own Clerk or Chairperson, Secretary, and Treasurer, and such other Honorary Officers as it may from time to time think fit and shall delegate to such Honorary Officers such powers and duties as it may deem desirable, expedient or necessary.
- b. Officers shall be appointed annually and may be reappointed for further years but may not serve longer in total than any other member of the committee.

5. Nominations Committee

The Committee shall appoint a Nominations Committee consisting of not less than three (3) persons, who need not themselves be Members, to bring to the Committee the names of suitable persons willing to become Members.

6. Sub-committees

The Committees may appoint a sub-committee or sub-committees consisting of such members as it may from time to time think fit, and may delegate to such sub-committee or sub-committees such powers and duties as it may deem desirable, expedient or necessary. All acts and proceedings of any such sub-committee shall be reported back to the Committee as soon as possible.

7. Professional Staff

- a. The Committee shall have power to appoint (and to dismiss) such professional staff (full-time or part-time) as the Committee may from time to time think fit.
- b. Professional staff shall be employed on such terms of service and with such reasonable remuneration as the Committee shall from time to time determine.

- c. Professional Staff employed by the Committee may not be nor become members during such employment, but may attend Annual General Meetings and Extraordinary General Meetings, and may give such advice thereat as the committee shall require, though may be asked at the Committee's discretion to leave such meetings for particular items of business.

8. Business

- a. The Committee shall conduct its business according to the principles and practices of the Religious Society of Friends.
- b. In particular, the Clerk shall record the feeling of any meeting by preparing a minute thereof and reading it to the meeting for approval. Routine minutes and minutes of record, may, by consent of a meeting be written after the meeting.

9. Meetings

- a. The Committee shall meet for the dispatch of business from time to time at such time and place and on such notice as it may think fit, provided that at least one such meeting is held every calendar year.
- b. One fifth (1/5) of the members for the time being including the Officers shall be a quorum at a meeting of the Committee.
- c. The Committee shall on an annual basis adopt an annual report and an independently examined statement of account and appoint the independent examiner for the following year

10. Finances

- a. The Honorary Treasurer shall be responsible to the Committee for the general finances of the Committee and shall attend meetings of the Committee to report (at each) on the financial situation. If prevented from attending the treasurer shall present a written report to the Clerk prior to the meeting.
- b. The Honorary Treasurer shall maintain proper accounting records of the Committee's finances. These shall be examined annually by an independent examiner. The financial year of the Committee shall run from the 1st January to the 31st December.
- c. The Committee shall maintain a bank account or bank accounts in the name of the Committee at such bank or banks as it may from time to time decide. Payments made on such accounts shall be authorized by such persons or person as may be determined from time to time by the Committee.

11. Amendment of Rules

With the prior approval in writing of the Charity Commission, the Committee may amend any one or more of the clauses hereof, with the exception of Clause 2, this Clause or Clause 12, provided that no amendment shall be made to this Constitution which shall have the effect of the Committee ceasing to be a Charity at law.

12. Dissolution

- a. Notwithstanding Clauses 8 and 9 above, the Committee may at any time be dissolved by a resolution passed by a two-thirds majority of the Members present at a meeting of the Committee of which at least twenty-one (21) days' notice in writing has been circulated to all the Members.
- b. If such a resolution is passed or the Committee otherwise ceases to exist, the net assets after payment of all liabilities shall be transferred to Friends Trusts Limited, who shall dispose of them to such other charitable body or bodies affiliated to the Religious Society of Friends and having objects similar to the objects of the Committee as it may think fit, to be used for the advancement of religion and the advancement of education according to the principles

and practices of the Religious Society of Friends.

13. Investment

- a. Any moneys in the hands of the Committee requiring investment may be invested in the purchase of or at interest upon the security of such stocks shares funds securities or other investments or property (real or personal) of whatever nature in any part of the world as the Committee shall in their absolute discretion think fit whether producing income or not and such investments may be made or held either in the names of the Committee or in the names of their nominees or in any other manner giving the Committee control over the investments or property to the intent that the Committee shall be empowered to invest and to vary or transpose the investment of trust moneys in the same unrestricted manner as if the Committee were the beneficial owners of such moneys but so that all real or leasehold property so purchased shall be assured to the Committee upon trust to sell the same with full power to postpone such sale.
- b. In particular (but without prejudice to the generality of the foregoing) the Trustees shall have power to place moneys available for investment upon deposit either in sterling or in any other currency and either in a Bank or Banks in the United Kingdom or in any other part of the world as the Committee shall in their absolute discretion think fit.
- c. The Committee shall have power to accumulate income during such period as the law may allow by investing the same in manner herein authorized in augmentation of the capital held to the order of the Committee.

**Adopted at a Meeting in Friends House, Euston Road, London NW1 2BJ
held on 9 January 1986**

**amended on 24 November 1990, 21 November 1994, 23 March 1998, 17 October 2005, and further
amended 18 July 2009**