

**THE RELIGIOUS SOCIETY OF FRIENDS (QUAKERS) IN BRITAIN
CYMDEITHAS GREFYDDOL Y CYFEILLION YM MHRYDAIN (Y CRYNWYR)**

**MEETING OF FRIENDS IN WALES
CYFARFOD Y CYFEILLION YNG NGHYMURU**

**(Quakers in Wales)
(Crynwyr Cymru)**

GOVERNING DOCUMENT

Adopted on the day of 2010 by Minute.... of Meeting of Friends in Wales

1. 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. It is referred to below as the Religious Society.

ii) Britain Yearly Meeting of the Religious Society of Friends (Quakers) refers to the centrally held and managed policy, property, employment and work. It is referred to below as Britain Yearly Meeting.

iii) Meeting for Sufferings is the standing representative body entrusted with the general care of matters affecting the Religious Society of Friends (Quakers) in Britain.

iv) The charity constituted by this document is: Meeting of Friends in Wales - (*Cyfarfod y Cyfeillion yng Nghymru*), also known as Quakers in Wales - *Crynwyr Cymru*. Meeting of Friends in Wales has national responsibilities on behalf of Britain Yearly Meeting to represent and advance the life and witness of the Religious Society of Friends in Wales.

v) Area Meetings are the main local meetings for church affairs and this is the level of the Society at which individual membership is held. Each Area Meeting is a separate charitable entity and may be registered as such with the Charity Commission.

vi) The current edition of the Book of Christian Discipline of the Religious Society of Friends (Quakers) in Britain is *Quaker faith and practice* (London 2009). It is referred to below as the Book of Christian Discipline.

vi) The term Friend refers to a member of the Religious Society of Friends.

vii) The term Attender refers to a person who is not a member of the Religious Society of Friends but who regularly attends its Meetings for Worship.

2. Governing Document

Meeting of Friends in Wales and its property shall be administered and managed in accordance with the provisions in this governing document. Further guidance is contained in the Book of Christian Discipline of the Religious Society of Friends (Quakers) in Britain.

3. Name

The name of the charitable body is Meeting of Friends in Wales of the Religious Society of Friends (Quakers) in Britain (*Cyfarfod y Cyfeillion yng Nghymru, Cymdeithas*

Grefyddol Cyfeillion (Crynwyr) ym Mhrydain – (abbreviated as Quakers in Wales - *Crynwyr Cymru*).

4. Object

The object of Meeting of Friends in Wales is the furtherance of the general religious and charitable purposes of the Religious Society of Friends (Quakers) in Britain in Wales and beyond, as laid down in our Book of Christian Discipline.

5. Administration

Subject to the matters set out below, the property and funds of Meeting of Friends in Wales shall be administered in accordance with this governing document by the trustees constituted by Clause 13.

6. Application of the Income and Property

Within Meeting of Friends in Wales, money and property are used to further the Meeting of Friends in Wales's object by work such as:

- i) strengthening the spiritual life and witness of Quakers in Wales and beyond;
- ii) providing opportunities for training and mutual support for those with responsibilities in conjunction with area meetings and Quaker bodies;
- iii) undertaking Quaker service for the relief of suffering at home and abroad;
- iv) funding the concerns that Meeting of Friends in Wales have adopted or agreed to support;
- v) administering and maintaining the organisation of Meeting of Friends in Wales and contributing to the support of Britain Yearly Meeting;
- vi) participating in Cytûn: Churches Together in Wales, and working with other churches and interfaith groups in Wales;
- vii) representing the views of the Religious Society of Friends in Wales to the wider community, including the National Assembly for Wales, and other public and voluntary organisations in Wales, especially those concerned with social witness, peace and interfaith relations.
- viii) representing Wales to Britain Yearly Meeting and liaising with committees and departments where appropriate.
- ix) responding to issues which relate to living in a bilingual society, including outreach in Wales and commissioning, translating and publishing Quaker material in the Welsh language.

7. Dissolution

If after publication of the proposal to all local Meetings and its introduction at the previous meeting, a session of Meeting of Friends in Wales decides that it is necessary or advisable to dissolve the Meeting of Friends in Wales and this is agreed by Meeting for Sufferings, the trustees shall have the power to realise any assets held by or on behalf of Meeting of Friends in Wales. Any assets remaining after the satisfaction of any proper debts and liabilities shall, with the agreement of Meeting for Sufferings, be given or transferred to a successor body covering Wales, to one or more Area Meetings in Wales, to Britain Yearly Meeting, or to some other charitable institution or institutions having objects similar to that of Meeting of Friends in Wales, and failing that for such other charitable purpose as Britain Yearly Meeting shall direct.

8. Amendments

- (i) Amendments to this governing document shall be agreed by Meeting of Friends

- in Wales in session and recorded by minute of Meeting of Friends in Wales.
- (ii) No amendment may be made that affects the object of Meeting of Friends in Wales (clause 4) or the benefits to trustees (Clause 16) without prior consent of the Charity Commission, nor may the charitable status of Meeting of Friends in Wales be affected

9. Membership

The membership of Meeting of Friends in Wales comprises all Friends who live in Wales, or who are members attending local meetings within Wales. This includes local meetings which are in area meetings wholly within Wales and those which straddle the border. These are defined in minutes of agreement or memoranda of understanding agreed with the area meetings concerned, according to the attached schedule*

10. Termination of Membership

The membership of anyone shall cease when a record to this effect is made in the minutes of the Area Meeting to which he or she belongs.

11. Meetings for Church Affairs

Meetings for church affairs, in which the Religious Society conducts its business, are meetings for worship based on stillness, 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, circulating the agenda, 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.

i) Meeting of Friends in Wales shall meet at such frequency, times and places as the meeting itself shall direct. The clerk or the arrangements committee may arrange for a special Meeting to be held if necessary.

ii) The sessions of Meeting of Friends in Wales are open to all members as defined in clause 9, other Friends who have notified the clerk of their presence; and attenders, by permission of the clerk.

iii) The business and activities of Meeting of Friends in Wales shall at all times be conducted in accordance with the provisions of the current edition of the Book of Christian Discipline.

iv) It shall be the duty of Meeting of Friends in Wales in session to appoint an auditor or independent examiner of Meeting of Friends in Wales's accounts.

12. Appointment of Officers of the Meeting

i) Meeting of Friends in Wales shall appoint from its membership a clerk, assistant clerk, Treasurer, nominations committee convenor, arrangements committee convenor and other officers and committees as appropriate.

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 post for more than six years.

13. Appointment of Trustees

i) Meeting of Friends in Wales shall appoint from its membership a body of trustees not ordinarily fewer than three or more than ten persons.

ii) The trustees shall so far as practicable include the Meeting of Friends in Wales treasurer and members of each Area Meeting in Wales, but not the clerk(s), assistant clerk of Meeting of Friends in Wales, nor any employee of Meeting of Friends in Wales.

iii) One trustee, but not Meeting of Friends in Wales Treasurer, shall be appointed by Meeting of Friends in Wales in session to act as Clerk to the Trustees.

iv) 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 Meeting of Friends in Wales not exceeding nine years. That person cannot then be reappointed as a trustee of Meeting of Friends in Wales until three years have elapsed after the end of the last period of service in that capacity.

14. Eligibility, disqualification and removal of Trustees

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

- i) notifies to the Clerk of Meeting of Friends in Wales a wish to be released from service as a trustee, and is released from service by Meeting of Friends in Wales in session;
- ii) ceases to be a member as defined in clause 9
- iii) is determined by Meeting of Friends in Wales to no longer be a fit or suitable person to carry out the duties of a trustee;
- iv) becomes 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 permitted term of service.

Removal of a trustee under the terms of (iii) or (iv) above shall require a decision of Meeting of Friends in Wales. An individual trustee may make an appeal against such a decision in accordance with Britain Yearly Meeting's appeal process.

Members of the Religious Society of Friends 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 Meeting of Friends in Wales.

15. 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 seek to raise funds from contributions from area meetings wholly or partly within Wales, based upon the number in membership; from legacies; from grants and other sources outside Meeting of Friends in Wales; from investments and the use of assets; and from the sale of goods or services provided in furtherance of Meeting of Friends in Wales's

object;

ii) to buy, lease or acquire property, and to dispose of it, subject to the terms of Clause 17 (vii) below;

iii) 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);

iv) to set aside income as a reserve, making investments in accordance with legal constraints and the ethical testimonies of the Religious Society ;

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 Meeting of Friends in Wales's objects;

vii) to obtain and pay for goods and services;

viii) to open and operate bank accounts;

ix) to delegate their powers or functions as set out in sub-clause (x), below;

x) to appoint one or more sub-committees for the purpose of making any inquiry or carrying out an agreed programme of work which in the opinion of the trustees would be more conveniently undertaken or carried out by a sub-committee, provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the trustees. This power to include, on the authorisation of the trustees, delegation to any of the committees or groups the opening of a bank account and the appointment of signatories, such action to be recorded by minute of the group or committee and reported without delay to the trustees;

xi) to employ staff;

xii) to pay pensions;

xiii) to do any other lawful thing that is necessary or desirable for the achievement of the objects of Meeting of Friends in Wales;

xiv) to insure themselves as charity trustees against the cost of a successful defence to a criminal prosecution brought against them as charity trustees, or for 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.

16. Trustees not to be personally interested

i) Subject to the provisions of sub-clause (ii) of this clause, and subject to sub-clause 15 (xiv) no trustee shall acquire any interest in property belonging to Meeting of Friends in Wales (otherwise than as a trustee) or 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 Meeting of Friends in Wales provided 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.

17. Meetings and proceedings of the trustees

i) Trustees shall conduct their meetings according to the Quaker business method as described in our Book of Christian Discipline.

ii) The trustees shall hold at least two meetings each year. A special meeting of the trustees may be called at any time by the clerk to the trustees or by any two trustees upon not less than four days' notice being given to the other trustees of the matters to be discussed. This period of consent may be waived with the consent of all trustees.

iii) 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.

iv) 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.

v) 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 any sub-committee.

vi) 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 governing document.

vii) The trustees shall report to Meeting of Friends in Wales at least once a year. They shall also refer to Meeting of Friends in Wales in session any decisions involving major expenditure or property.

18. Power of Trustees to delegate

i) The trustees may 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 of the trustees.

ii) The trustees may impose conditions when delegating, including the 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.

19. Annual Report and Accounts

i) The trustees shall ensure that an annual report and statement of accounts for

Meeting of Friends in Wales is prepared in compliance with current charities legislation.

ii) The report and statement of accounts must be presented to Meeting of Friends in Wales in session for consideration and acceptance not later than eight months after the end of the financial year.

iii) The trustees shall submit an appropriate annual return to Charity Commission in compliance with current legislation.

20. Income and Expenditure

i) The money of Meeting of Friends in Wales shall be safeguarded by depositing in a bank account. The bank account or accounts shall be held in the name of Meeting of Friends in Wales or in the name of any groups or committees contained within the Meeting of Friends in Wales and not in the name of any individual.

ii) The funds belonging to Meeting of Friends in Wales shall be applied only in furthering the objects of Meeting of Friends in Wales as defined in Clause 4, above.

21. Property and investments

If any property is held:

i) Ordinarily the trustees shall cause the title of all real property and investments held by or in trust for Meeting of Friends in Wales to be held in the name of Friends Trusts Limited as custodian trustee.

ii) If the trustees decide to use a separate nominee to hold investments, they must apply to the Charity Commission for an Order discharging Friends Trusts Limited from its custodian trusteeship and vesting all land in Friends Trusts Limited as the nominee while granting it the same level of protection as it would enjoy under the provisions of Section 4(2) of the Public Trustee Act 1906, as if it were acting as custodian trustee.

iii) It is the responsibility of trustees to insure all property, including buildings and contents, for replacement values which shall be reviewed regularly. It is also the trustees' responsibility to maintain in force all appropriate liability insurances, including employer's, occupier's and public liability.

Signed: Co - Clerk of Meeting of Friends in Wales

and one of the following:

..... Co - Clerk of Meeting of Friends in Wales

..... Clerk of Trustees of Meeting of Friends in Wales

..... Treasurer of Meeting of Friends in Wales

*Schedule of Members of Meeting of Friends in Wales, as defined in clause 9, as at 1.1.2010
All of the members of North Wales Area Meeting, Mid Wales Area Meeting and South Wales Area Meetings and members of the following area meetings which straddle the border: Southern Marches AM, Chester and Wirral AM, Gloucestershire AM and Worcester and Shropshire AM as defined by memoranda of understanding to be drawn up with, each AM during 2010.

i) The trustees shall ensure that an annual report and statement of accounts for Meeting of Friends in Wales is prepared in compliance with current charities legislation.

ii) The report and statement of accounts must be presented to Meeting of Friends in Wales in session for consideration and acceptance not later than eight months after the end of the financial year.

iii) The trustees shall submit an appropriate annual return to Charity Commission in compliance with current legislation.

20. Income and Expenditure

i) The money of Meeting of Friends in Wales shall be safeguarded by depositing in a bank account. The bank account or accounts shall be held in the name of Meeting of Friends in Wales or in the name of any groups or committees contained within the Meeting of Friends in Wales and not in the name of any individual.

ii) The funds belonging to Meeting of Friends in Wales shall be applied only in furthering the objects of Meeting of Friends in Wales as defined in Clause 4, above.

21. Property and investments

If any property is held:

i) Ordinarily the trustees shall cause the title of all real property and investments held by or in trust for Meeting of Friends in Wales to be held in the name of Friends Trusts Limited as custodian trustee.

ii) If the trustees decide to use a separate nominee to hold investments, they must apply to the Charity Commission for an Order discharging Friends Trusts Limited from its custodian trusteeship and vesting all land in Friends Trusts Limited as the nominee while granting it the same level of protection as it would enjoy under the provisions of Section 4(2) of the Public Trustee Act 1906, as if it were acting as custodian trustee.

iii) It is the responsibility of trustees to insure all property, including buildings and contents, for replacement values which shall be reviewed regularly. It is also the trustees' responsibility to maintain in force all appropriate liability insurances, including employer's, occupier's and public liability.

Signed: *Rebecca Ponsada* Co - Clerk of Meeting of Friends in Wales

and one of the following:

..... Co - Clerk of Meeting of Friends in Wales

o j Evans Clerk of Trustees of Meeting of Friends in Wales

..... Treasurer of Meeting of Friends in Wales

*Schedule of Members of Meeting of Friends in Wales, as defined in clause 9, as at 1.1.2010
All of the members of North Wales Area Meeting, Mid Wales Area Meeting and South Wales Area Meetings and members of the following area meetings which straddle the border: Southern Marches AM, Chester and Wirral AM, Gloucestershire AM and Worcester and Shropshire AM as defined by memoranda of understanding to be drawn up with, each AM during 2010.