

# Anglican-Lutheran Society

## Bye-laws adopted by the Trustees on 25th January 2024

The constitution (Article 33) enables Trustees to make bye-laws to order the business of the Society. They must be consistent with the requirements of the constitution. The Trustees may amend the bye-laws at any time, as can a general meeting. The bye-laws must be brought to the attention of members of the Society.

### 1. AIMS

The Trustees shall further the charitable object of the Society by:

- i. encouraging prayer for the unity of the Church, and especially between Anglicans and Lutherans;
- ii. developing opportunities for common worship, study, friendship and witness;
- iii. promoting a wider interest in and knowledge of the Anglican and Lutheran traditions, and contemporary developments affecting them.

### 2. PATRONS

The Archbishop of Canterbury and the President of the Lutheran World Federation shall be invited to be the patrons of the Society.

### 3. PRESIDENTS

The Annual General Meeting may appoint from time to time two Presidents of the Society, one Anglican and one Lutheran.

### 4. NATIONAL COORDINATORS

The Society may appoint coordinators in countries where there are members, for a renewable period of three years. They will be appointed by the Trustees and report to them.

### 5. PROCEEDINGS AT ANNUAL GENERAL MEETINGS

- i. The Moderators will present a report.
- ii. The Treasurer presents a statement of accounts certified by an Independent Examiner of Accounts or Auditor.
- iii. Reports from National Coordinators are received.
- iv. Two Presidents, one Lutheran and one Anglican, may be appointed.
- v. An Independent Examiner of Accounts or Auditor is appointed.
- vi. Trustees shall be elected, each to serve respectively for a period of three years in accordance with Articles 17(5) and 18(1,2) of the Constitution. They are:
  - Two Moderators, one Lutheran and one Anglican
  - A Secretary
  - A Treasurer
  - Other Trustees, subject to the maximum number allowed in the Constitution and the intention that there shall be as far as possible an equal number of Lutheran and Anglican Trustees
- vii. Other business may be tabled in writing to the Secretary no less than fourteen days before the AGM (except for items of information only, for which a notice of seven days before the date of the meeting shall suffice). The Chair will decide whether to accept any such items for consideration at the Annual General Meeting, or whether to refer them to the Trustees.

### 6. FUNCTIONS OF OFFICERS

**The Moderators** shall

- i. ensure that the work of the Society is conducted in accordance with its charitable object and the aims in 1 above;
- ii. ensure that the business of the Trustees is conducted in an orderly and effective manner;
- iii. ensure that the requirements of the Constitution are met;

- iv. ensure that the Society's Newsletter serves the aims of the Society and reflects its concerns in a balanced and proper manner;
- v. invite the nomination of persons to be appointed as Trustees when positions become vacant between Annual General Meetings;
- vi. ensure that appropriate publicity be given to the Society.

**The Secretary shall**

- i. give notice of General Meetings and meetings of the Trustees
- ii. prepare agendas in consultation with the Moderators;
- iii. keep accurate minutes of all meetings of the Trustees ensuring that all appointments and decisions are recorded, with a summary of relevant discussions;
- iv. deal with correspondence and appropriate administrative matters in consultation with the Moderators.

**The Treasurer shall**

- i. be responsible for the correct recording of membership subscriptions, donations and all other income and expenses;
- ii. be responsible for the payment of accounts submitted to the Society, as directed by the Trustees;
- iii. keep accounting records and annual statements of the accounts (see Constitution Article 27) and arrange for them to be audited or independently examined and brought to the Annual General Meeting;
- iv. bring to each meeting of the Trustees a statement of the Society's income and expenditure since the last meeting and a balance sheet;
- v. ensure that the Society has effective financial controls in place;
- vi. propose and review policies related to finance and investments.

## 7. ACCOUNTS

- i. The Society shall keep a bank account for which the Treasurer and three other Trustees shall act as signatories, with any two signing off any transaction.
- ii. The financial year shall be from 1 January to 31 December.

## 8. NEWSLETTER & OTHER PUBLICATIONS

The Society will aim to publish a newsletter at least three times per year at the discretion of the Trustees. Its preparation shall be the responsibility of an editor who shall be appointed by the Trustees but need not be a Trustee.

## 9. MEMBERSHIP CRITERIA AND SUBSCRIPTIONS

- i. **Individual membership** of the Society shall be open to members of Anglican/Episcopalian and Lutheran Churches worldwide and to other interested persons, both clerical and lay, who support the Object of the Society as defined in the Constitution, on payment of an annual subscription unless waived by a decision of the Trustees.
- ii. **Group membership** of the Society shall be open to Anglican/Episcopal and Lutheran churches or organisations worldwide who support the Object of the Society, on payment of an annual subscription.
- iii. **Honorary or Life membership** shall be granted by the Trustees, without payment of an annual subscription.
- iv. **Student membership** shall be offered to students preparing for ordained or lay ministry within their denomination for the duration of their training, without payment of any subscription
- v. The Trustees shall maintain a list of current members and shall appoint a Membership Secretary in order to make arrangements for communication with them about membership matters.

## 10. CONFERENCES AND OTHER EVENTS

The Trustees may appoint working parties to organise the Charity's conferences and

other events, providing them with clear terms of reference. At least one Trustee shall be a member of any working party. All working parties must report regularly to the Trustees.

#### **11. WEBSITE**

The Charity will maintain a website and the Trustees will appoint one of their number to monitor and approve any published content, observing the website policy approved by the Trustees.

#### **12. SOCIAL MEDIA**

The Trustees shall appoint a Social Media Officer from amongst their number to monitor the use of electronic communication by the Charity, observing the social media policy approved by the Trustees.

#### **13. TRUSTEE MEETINGS**

The Trustees shall meet at least four times in each year.

#### **14. PROCEDURE FOR ELECTING OFFICERS AND TRUSTEES AT AN AGM**

- i. Any member wishing to propose a member for election as a Trustee at a general meeting must submit to the Secretary of the Society:
  - a) a form obtainable from the Secretary (paper or electronic), signed by the proposer, indicating his or her intention to propose the member for election;
  - b) this form will include a Trustee Eligibility Declaration, produced by the Charity Commission, which must also be signed by the nominee to indicate their willingness to stand for election and that they are eligible to do so.
  - c) Before the election, the Secretary will provide a copy of The Essential Trustee (CC3), referred to in the Declaration, to any person proposed for election as a Trustee.
- ii. Serving Trustees reaching the end of their term of office at the end of three years, and any Trustee appointed to a vacancy by the Trustees following the last AGM, should notify the Secretary of the Society of their willingness to continue in office and to stand for election, prior to the Annual General Meeting at which an election will take place, so that they can be nominated as in 14.i.

#### **15. APPOINTING TRUSTEES AND OFFICERS TO CASUAL VACANCIES**

As provided in clause 18(3) of the Constitution, the Trustees may resolve to appoint a person to fill a casual vacancy in the position of Trustee or officer as the case may be, until the next Annual General Meeting. Before any appointment is made the Secretary will provide the person proposed with a copy of The Essential Trustee (CC3) and a Trustee Eligibility Declaration, produced by the Charity Commission. That person must indicate their willingness to be appointed as a Trustee by submitting the Declaration to the Secretary.

#### **16. INVITING OBSERVERS AND GUESTS**

The Trustees may invite observers (for a period) and guests (on a single occasion) to attend meetings to provide information and advice to the Trustees. Any Trustee may propose a person to be invited as an observer or guest by informing all Trustees of the proposal. An observer or guest must be invited by the Trustees and their name, their role and the period of time over which they are to attend must be recorded in the minutes of the meeting and made clear to them. The Moderators may also exercise discretion in inviting guests for a single occasion, when useful to the business of a forthcoming meeting. Observers and guests shall not vote at meetings but may speak during meetings, with the agreement of the Chair. The Trustees shall review the list and attendance of observers and guests at least once within each year.

#### **17. CODE OF CONDUCT**

The Trustees may determine a Code of Conduct for Trustees of the Society.

#### **18. SAFEGUARDING**

The Trustees will review the Society's safeguarding policies for children and vulnerable adults at least once within each year.

#### **19. ASSESSING RISKS**

The Trustees will prepare and review a risk register at least once within each year.

#### **20. INSURANCES**

The Trustees will obtain adequate insurance related to its work and possible risks affecting its Trustees.

#### **21. CHARITY CONTACT**

In accordance with Article 27 of the Constitution the Trustees will appoint a Trustee to be Charity Contact to communicate with the Charity Commission, with responsibility for informing the Commission of changes to the board of Trustees, ensuring that the Annual Return and Annual Report are filed on time, and advising Trustees of news and information provided by the Commission.

#### **22. POLICIES**

All policies will be reviewed and agreed at least once within each year,