

ANGLICAN-LUTHERAN SOCIETY

CONSTITUTION

This Constitution, approved by the Charity Commission, was adopted at the Annual General Meeting on 8th March 2014 and amended at the Annual General Meeting on 17th March 2018.

1. NAME

The name of the Society shall be 'The Anglican-Lutheran Society' (hereinafter called 'the Society')

2. OBJECT

The object of the charity shall be to advance the Christian religion with particular reference to the Anglican and Lutheran traditions.

In furtherance of this object the executive committee shall have the following powers:

1. to encourage prayer for the unity of the Church, and especially between Anglicans and Lutherans;
2. to develop opportunities for common worship, study, friendship and witness;
3. to promote a wider interest in and knowledge of the Anglican and Lutheran traditions, and contemporary developments affecting them.

3. PATRONS

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

4. PRESIDENTS

There shall be two Presidents of the Society, one Anglican and one Lutheran, appointed by the Annual General Meeting.

5. TRUSTEES

The Trustees of the Society shall be the elected or appointed Officers and Members of the Executive Committee (see 9ii)

6. MEMBERSHIP

- 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 Section 2, on payment of an annual subscription.
- ii. Group membership of the Society shall be open to Anglican and Lutheran churches or organizations worldwide who support the object of the Society as defined in Section 2, on payment of an annual subscription.
- iii. Honorary and student membership shall be open to those invited by the Executive Committee without payment of an annual subscription.

7. NATIONAL COORDINATORS

The Society may appoint coordinators in countries where there are members, for a renewable period of three years. They will be accountable to the Executive Committee and, with the Executive Committee's agreement, may operate a bank account under the supervision of the Treasurer.

8. ANNUAL GENERAL MEETING

- i. In the first half of each year the Secretary shall call an Annual General Meeting.
- ii. Four weeks' notice of an Annual General Meeting shall be given.
- iii. A quorum for an Annual General Meeting shall be one tenth of all the individual members resident in the country where the meeting is held and shall include at least one half of the Executive Committee.
- iv. The chairperson of the meeting shall be one of the current Moderators or, in their absence, a person elected by the meeting.
- v. The Moderators shall present a report.
- vi. The Treasurer shall present a statement of accounts certified by an Independent Examiner of Accounts or Auditor.
- vii. Reports and Financial Statements from National Coordinators shall be received.
- viii. Two Moderators, one Lutheran and the other Anglican, shall be elected.
- ix. A Treasurer and a Secretary shall be elected.
- x. Every third year other members of the Executive Committee (see 9iib. below), whose term of office shall be three years, shall be elected as required.
- xi. An Independent Examiner of Accounts or Auditor shall be appointed.
- xii. Resolutions may be introduced by the Executive Committee or by any member of the Society, provided that the resolution is submitted to the Executive Committee in writing at least 21 days before the meeting and is signed by the proposer and seconder.
- xiii. Any individual member of the Society present may vote on resolutions, and any person designated by a group member as its representative may vote on its behalf.
- xiv. Resolutions shall be passed by a majority vote. The chairperson shall have a second and casting vote.

- xv. The chairperson may, with the consent of those present, adjourn an Annual General Meeting, but no business shall be transacted at the subsequently reconvened meeting other than business which was on the agenda of the meeting from which the adjournment took place.
- xvi. At the request of either the Executive Committee or ten members of the Society the Secretary shall call an Extraordinary General Meeting at any time in the year.

9. EXECUTIVE COMMITTEE

- i. The management of the Society shall be committed to an Executive Committee.
- ii. The Executive Committee shall consist of
 - a) the two Moderators, the Treasurer and the Secretary (hereinafter called the “officers”),
 - b) a minimum of six and a maximum of eight other members elected at the AGM of whom at least three shall be Anglican, ideally including at least one ordained and one lay person, and of whom at least three shall be Lutheran, ideally including at least one ordained and one lay person. The term of office for these members shall be three years.
- iii. If the Annual General Meeting fails to elect a Treasurer or Secretary the Executive Committee may elect from its own number or appoint someone else to act in either of those capacities. Any person so appointed shall be a Trustee and have voting rights.
- iv. The Executive Committee shall have the power to co-opt up to three additional people to serve as full voting members until the following Annual General Meeting.
- v. The Executive Committee may between annual general meetings appoint persons to fill casual vacancies and serve as members of the Executive Committee. Any such person shall be a Trustee and a voting member of the Executive Committee. Persons appointed in this way shall retire with effect from the conclusion of the next annual general meeting following their appointment but shall be eligible for election at that meeting.
- vi. The Executive Committee shall have the power to invite others, including observers from other Christian denominations, to attend and contribute to meetings in a non-voting capacity.
- vii. The Executive Committee shall meet at least four times per year and at least ten days' notice of a meeting shall be given.
- viii. The Executive Committee shall appoint, at each meeting, one of the Moderators, or in their absence one of the elected members, to take the chair.
- ix. A quorum of the Committee shall be one-half of the members, including two officers.
- x. Questions arising at any meeting may be decided by a majority of votes. The chairperson shall have a second and casting vote.
- xi. The Committee shall cause proper minutes to be made of all proceedings, the minutes to be signed by the chairperson of the succeeding meeting with the consent of that meeting as being a true record.
- xii. At the request of four members of the committee, the Secretary shall summon an extraordinary meeting of the Committee.

10. FUNCTIONS OF OFFICERS

The Moderators shall

- i. ensure that the work of the Society is conducted in accordance with its aims;
- ii. ensure that the business of the Executive Committee is conducted in an orderly and effective manner;
- iii. ensure that the requirements of this 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 temporary membership of the Executive Committee when positions become vacant between Annual General Meetings;
- vi. ensure that appropriate publicity be given to the Society.

The Secretary shall

- i. call General Meetings and meetings of the Executive Committee in accordance with this Constitution;
- ii. keep proper records of all meetings of the Society;
- iii. deal with correspondence and administration in consultation with the Moderators.

The Treasurer shall

- i. be responsible for the reception of membership subscriptions, donations and all other income;
- ii. work in collaboration with National Coordinators ensuring that proper accounts are kept in the countries they represent;
- iii. be responsible for the payment of accounts submitted to the Society, as directed by the Executive Committee;
- iv. keep proper records of the financial affairs of the Society and arrange for them to be audited or examined and brought to the Annual General Meeting;
- v. bring to each meeting of the Executive Committee a statement of the Society's income and expenditure since the last meeting and a balance sheet.

11. ACCOUNTS

- i. The Society shall keep a bank account for which the Treasurer plus one or two other Officers and one or two other people from among those elected or appointed as members of the Executive Committee at the AGM shall act as signatories.
- ii. The Society's National Coordinators may (subject to the provisions in 7 above) open Bank Accounts, and those so doing will maintain records and submit a financial report to the Annual General Meeting.
- iii. The financial year shall be from 1 January to 31 December.
- iv. A statement of accounts shall be presented at the Annual General Meeting. This statement shall have been audited or verified by an Independent Examiner of Accounts.
- v. The income of the Society, whencesoever derived, shall be applied solely towards the promotion of the aims of the Society.

12. NEWSLETTER

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

13. DISSOLUTION

In the event of the dissolution of the Society, any funds or property remaining after the satisfaction of all debts and liabilities shall be devoted to the promotion of ecumenical understanding between Anglicans and Lutherans, in a manner decided by the Trustees with the approval of the Presidents of the Society.

14. AMENDMENTS

No amendments may be made to clauses 2 (Object) or 14 (Amendments) of this Constitution without the prior written consent of the Charity Commission. Amendments to the remaining clauses may be introduced under the authority of a resolution which must be ratified by two-thirds of the members attending the General Meeting at which it is put.