

**Advisory Bodies**

**Model Terms of Reference for Advisory Bodies**

*Note: These model Terms of Reference are a template and need to be amended by each Chapter to reflect the role, function and nature of each advisory body, as well as the requirements in the cathedral’s Constitution and Statutes.*

**[Name of Advisory Body]**

[Name] is an Advisory Body established by the Chapter in its Constitution pursuant to section 18 of the Cathedrals Measure 2021 (the “**2021 Measure**”). [Name of Advisory Body] has the functions and composition set out in, and must conduct its proceedings in accordance with, the Constitution and Statutes, as supplemented by these Terms of Reference.

1. **Function and Role**

The purpose of the Advisory Body is [ ][[1]](#footnote-1)

The Advisory Body will have the following functions in relation to the Chapter [ ][[2]](#footnote-2)

1. **Membership**

[Name] must have a minimum of [ ] [[3]](#footnote-3) members [and a maximum of [ ] members[[4]](#footnote-4)] [none of whom should be a member of Chapter or an employee of the Chapter].

1. **Appointments and Terms**
	* + 1. [The Chapter][[5]](#footnote-5) shall appoint all members of the [Name] [in consultation with the Nominations Committee[[6]](#footnote-6)].
			2. A member of [Name] may be reappointed, provided that any member who has served more than [ [[7]](#footnote-7)] consecutive terms is not eligible for appointment as a member until at least [ [[8]](#footnote-8)] has passed since the member last sat on [Name].
			3. The chair of [Name] is appointed by [ ][[9]](#footnote-9).
			4. The Chapter may remove a member of the [Name] from office if there is a good reason for the removal, and at least [75%[[10]](#footnote-10)] of Chapter members present and voting vote in favour of the removal.
			5. Members of [Name] may resign at any time by notice in writing to the Dean.
2. **Meetings**

*Quorum*

The quorum necessary for a meeting of [Name] shall be [ ] of the members of [Name].

*Frequency of meetings*

[Name] will meet [as and when it is necessary to do so, and usually at least twice each year].

*Attendance at meetings*

The Chair may invite any member of the Chapter or either or both chief officers to attend the whole or part of a meeting and to speak at the meeting.

[Name] may invite any other person [, with the consent of the Chapter,] to attend the whole or part of a meeting and speak at the discretion of the Chair.

All meetings will be chaired by the Chair of [Name]. In the absence of the Chair, the remaining members present shall elect one of their number to chair the meeting.

* + - 1. The Articles of the Constitution on remote participation apply to meetings of [Name] as they apply to a meeting of the Chapter.

*Notice of meetings*

* + - 1. Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of the items to be discussed and any relevant papers should be sent to members of [Name] [and those invited], no later than [ ] working days before the date of the meeting.
			2. If, at the invitation of [Name], the chief officers or any member of Chapter who is not a member of [Name] or are invited to attend the whole or part of the meeting, notice of the meeting must be given to the person as soon as reasonably practicable before the meeting.
			3. If it is not reasonably practicable for the relevant papers for a meeting of the Advisory Body to accompany the notice of the meeting, the papers must be given to each person who received the notice of the meeting as soon as it is reasonably practicable.

*Minutes of meetings*

* + - 1. The members of[Name] shall elect one of their number to act as secretary to [Name] and ensure that a record of each meeting is made, including the names of those present and in attendance and any declarations of conflicts of interest or loyalty, in accordance with the Chapter’s conflicts of interest policy.
1. **Reporting to Chapter**

A draft of the minutes of each meeting must be circulated promptly to each member of [Name] for approval. Once the minutes of a meeting are approved, the minutes must be sent to:

(a) every member of the Chapter; and

(b) the chief officers;

and may be sent to other persons as the [sub]committee thinks appropriate.

1. **Periodic review**

The Chapter shall review these Terms of Reference every [ ] years.

**APPENDIX**

# **s.18 Cathedrals Measure 2021**

**18.** **Advisory bodies**

(1) The constitution may include provision for the establishment of one or more advisory bodies, including bodies the purpose of which would be to enable engagement with persons in the local area who have an interest in the affairs of the cathedral.

(2) A body established under this section is not a committee of the Chapter.

(3) The statutes may include provision as to the composition, functions or proceedings of a body established under this section.

(4) The Chapter may set terms of reference for a body established under this section; and the terms of reference may include provision which supplements the provision made by the constitution or statutes.

(5) Subsections (1) to (4) are not to be read as limiting the provision which may be made under section 7(1) for the good government of a cathedral.

1. Amend to reflect the provisions in the cathedral’s Constitution. [↑](#footnote-ref-1)
2. Amend to reflect the provisions in the cathedral’s Statutes. [↑](#footnote-ref-2)
3. Amend to reflect provisions in the cathedral’s Statutes. [↑](#footnote-ref-3)
4. Amend to reflect provisions in the cathedral’s Statutes. [↑](#footnote-ref-4)
5. Amend to reflect provisions in the cathedral’s Statutes. [↑](#footnote-ref-5)
6. Include if included as a function of the Nominations Committee in your Statutes. [↑](#footnote-ref-6)
7. Amend to reflect provisions in the cathedral’s Statutes. [↑](#footnote-ref-7)
8. Amend to reflect provisions in the cathedral’s Statutes. [↑](#footnote-ref-8)
9. Provide for appointment of chair to reflect provisions in the cathedral’s Statutes. [↑](#footnote-ref-9)
10. Reflect what is in your cathedral’s Statutes [↑](#footnote-ref-10)