**THE STATUTES**

***Office holders***

**The Bishop**

**1.** (1) The Bishop has the principal seat and dignity in the Cathedral.

 (2) The Bishop may, after consultation with the Chapter [and subject to the following provisions], officiate in the Cathedral and use it in the Bishop’s work of teaching and mission, for ordinations and synods and for other diocesan occasions and purposes.

 (3) The Bishop may[[1]](#footnote-1)—

 (a) [celebrate the Holy Communion in the Cathedral on Christmas Day or Easter Day;]

 (b) [preach at or appoint the preacher at one of the services in the Cathedral on Christmas Day or Easter Day;]

 (c) [preach at or appoint the preacher at ordination services.]

**The Dean**

**2**. The Dean is the principal dignitary of the Cathedral, next after the Bishop.

***The Chapter: general***

**Corporate and spiritual life**

**3.** [*Provision about fostering corporate and spiritual life of Chapter and members*]

[*Include Articles 4 to 9 only if Constitution provides for election of up to one-third of non-executive members*]

***The Chapter: election of non-executive***

**Appointment of presiding officer**

**4.**  Where the Constitution requires there to be an election of a non-executive member of the Chapter, the Chapter must appoint a presiding officer for the election.

**Role description**

**5.** (1)The Chapter, having appointed a presiding officer for an election, must direct the Nominations Committee to prepare a description of the post to be filled by the election (a “role description”).

(2) The role description must list the skills which the Nominations Committee considers essential in the post and skills which it considers desirable.

 (3) The Nominations Committee must submit the role description to the Chapter for approval.

 (4) The Chapter, having approved the role description, must direct the presiding officer to ensure that notice of an election to fill the post is displayed on the Cathedral’s website for a period of at least four weeks.

**Invitation to nominate candidate**

**6**. (1) The presiding officer must, within the first five working days of the period for which the notice is displayed under Article 5(4) above, send an invitation to nominate [by email][[2]](#footnote-2) to—

 (a) each member of the Chapter,

 (b) each member of a committee or sub-committee of the Chapter who is not also a member of the Chapter,

 (c) each person listed on [[*insert if Cathedral or part is parish church*] the church electoral roll of the Parish] [[*insert if Cathedral is not parish church*] the roll maintained for the Cathedral under section 6(1) of the Measure], and

 (d) [each person listed on the Cathedral community roll[[3]](#footnote-3)].

(2) The invitation to nominate must specify—

 (a) the criteria for eligibility for membership of the Chapter,

 (b) the role description prepared for the post under Article 5 above,

 (c) information about what a candidate would need to demonstrate to fit the role description,

(d) how to submit a completed nomination to the presiding officer, and

 (e) the period for submitting a completed nomination.

(3) Subject to that, it is for the Chapter to determine the form of the invitation to nominate.

(4) It is for the presiding officer to determine the length of the period to be specified under paragraph (2)(e); and the period determined must be at least [*insert period*] days but no more than [*insert period*] days.

**Nomination of candidate**

**7.** (1) **[**A nomination in response to an invitation to nominate under Article 6 above must be supported by a proposer and a seconder, each of whom must come within Article 6(1).]

(2) A nomination is valid only if the person nominated—

 (a) is eligible to be a member of the Chapter,

 (b) is not disqualified from being a charity trustee, and

 (c) confirms his or her willingness to stand for election and, if elected, to serve as a member of the Chapter and a charity trustee.

 (3) A person is not to be included as a candidate for the election unless—

1. a valid nomination for the person is submitted to the presiding officer before the end of the period determined under Article 6(4) above, and
2. the Bishop, the Chapter and the Nominations Committee, each being satisfied that the person is suitable to be a member of the Chapter, approve the person’s candidacy.

(4) If a person’s candidacy is not approved under paragraph (3)(b), the person is entitled to be given the reasons for the decision not to approve it.

**Conduct of election**

**8.** (1) If the number of persons included as candidates under Article 7 above does not exceed the number of posts to be filled, each candidate is elected.

(2) If the number of such persons exceeds the number of posts to be filled, an election must take place under the following provisions.

(3) The election is to be conducted by [the single transferable vote system] [the alternative vote system] [the first past the post system].

 (4) The presiding officer must ensure that a suitable mechanism for conducting the election by electronic means is in place.

 (5) The presiding officer must determine the period within which votes may be cast; and that period must be at least [*insert period*] days beginning with the day on which invitations to vote are issued.

 (6) The presiding officer must issue by email to each person entitled to vote in the election an invitation to vote; and the invitation to vote must be accompanied by—

(a) instructions on how to vote, including the date on which the period determined under paragraph (5) ends, and

 (b) if a candidate has prepared an election address that is suitable for circulation, a copy of that election address.

(7) A vote in the election is valid only if it is cast by following the instructions on how to vote accompanying the invitation to vote.

(8) The presiding officer must cause the votes to be counted, must declare the result of the election and must ensure that the result—

(a) is published on the Cathedral’s website within two working days of the last day of the period determined under paragraph (5), and

(b) is sent by email to each candidate and each person entitled to vote in the election.

(9) If there is a tied vote between candidates for a single post, the candidate to be elected is chosen by lot.

**Election appeals**

**9.** (1) An appeal against the result of an election under Article 8 above may be made on the grounds that the conduct of the election was such as to affect the outcome of the election.

(2) An appeal under this Article may be brought by a candidate or voter in the election; and the appeal is to be determined by the Bishop.

(3) The provisions in the Church Representation Rules relating to appeals apply, with whatever modifications are necessary, to an appeal under this Article as if it were a summary election appeal within the meaning of those Rules.

***The College of Canons***

**Functions**

**10.** (1) [*Provision as to functions*][[4]](#footnote-4)

***Nominations Committee***

**Composition etc.**

**11**. (1) The Nominations Committee must have at least [ ] [[5]](#footnote-5) members.

(2) It is for the Chapter to appoint the members of the Committee, at least one of whom must be a non-executive member of the Chapter.

(3) It is for the Chapter to appoint the chair of the Committee; but that person may not be an executive member of the Chapter.

(4) The Chapter may remove a member of the Committee from office if—

 (a) there is a good reason for the removal, and

 (b) at least 75% of members present and voting vote in favour of the removal.

(5) A member of the Committee holds office as such for a term of [up to three years] [[6]](#footnote-6) and may be reappointed; but a member who has served more than [three] consecutive terms is not eligible for appointment as a member, until at least [*specify period*] has passed since the member last ceased to hold office as such.

(6) If, at the invitation of the Committee, [a chief officer] [any member of the Chapter] [the Dean] [the senior non-executive m ember][[7]](#footnote-7) attends the whole or part of a meeting of the Committee, the person may speak but not vote.

OR

(6) [A chief officer] [any member of the Chapter] [the Dean] [the senior non-executive member][[8]](#footnote-8) is entitled to attend the whole or part of any meeting of the Committee and is entitled to speak but not vote.

(7) If, at the invitation of the Committee, any other person attends the whole or part of a meeting of the Committee, the person may speak, but only at the discretion of the chair, and may not vote.

**Functions**

**12.** (1) The Nominations Committee must advise the Chapter on—

 (a) the recruitment of non-executive members,

 (b) the recruitment of members of committees of the Chapter,

 (c) the training needs of members of the Chapter,

 (d) [the recruitment of members of an advisory body] [[9]](#footnote-9), and

 (e) [the procedure for the selection and approval of candidates for election as non-executive members] [[10]](#footnote-10).

 (2) The Nominations Committee must—

(a) keep under review the skills, knowledge and experience of, and the diversity among, members of the Chapter, [members of each committee (including the Nominations Committee itself) and members of each sub-committee][[11]](#footnote-11) [and members of the Advisory Council[[12]](#footnote-12)], and

(b) where, in light of a review under sub-paragraph (a), the Committee identifies areas where improvements are required, make recommendations to the Chapter on how to make those improvements,

(3) The Nominations Committee must liaise and co-operate with each other committee and each sub-committee of the Chapter.

(4) The Nominations Committee must recommend to the Bishop candidates for the role of senior non-executive member.

**Proceedings**

**13.** (1) It is for either of the chief officers, at the request of the chair of the Nominations Committee, to convene a meeting of the Committee.

(2) The Committee must meet at least once each year.

(3) Notice of a meeting of the Committee must, unless otherwise agreed, be given to each member of the Committee, and to each person [entitled] [or invited[[13]](#footnote-13)] to attend the meeting by virtue of Article 11(6) above, at least [five][[14]](#footnote-14) working days before the date of the meeting.

(4) In the case of each person invited to attend a meeting of the Committee [by virtue of Article 11(7) above], notice of the meeting must be given to the person as soon as reasonably practicable before the meeting.

(5) Notice of a meeting of the Committee—

 (a) must specify when and where the meeting is to be held,

 (b) must include an agenda for the meeting, and

 (c) must, subject to paragraph (6), be accompanied by the relevant papers for the meeting.

(6) In so far as it is not reasonably practicable for the relevant papers for a meeting of the Committee to accompany the notice of the meeting, the papers must as soon as reasonably practicable be given to each person to whom the notice was given.

(7) The quorum for a meeting of the Committee is [three][[15]](#footnote-15) members, [at least one of whom must be a non-executive member of the Chapter][[16]](#footnote-16).

(8) Articles 12(6) and (7) of the Constitution (remote participation) apply to a meeting of the Committee as they apply to a meeting of the Chapter.

**Reporting**

**14.** (1) A draft of the minutes of each meeting of the Nominations Committee must be circulated promptly to each member of the Committee for approval.

 (2) Once the minutes of a meeting of the Committee are approved, the minutes—

 (a) must be sent to every member of the Chapter, and

 (b) may be sent to such other persons as the Committee thinks appropriate.[[17]](#footnote-17)

(3) The Chapter must consider any matters arising from the minutes of a meeting of the Committee.

**Terms of reference**

**15.** The Chapter has the power under section 15(8) of the Measure to set terms of reference for the Nominations Committee in relation to its functions, proceedings and reporting requirements but subject to the requirements of the Measure, the Constitution and these Statutes.

***Finance Committee***

**Composition etc.**

**16.** (1) The Finance Committee must have at least [ ] members.

(2) It is for the Chapter to appoint the members of the Committee, [following consultation with the Nominations Committee].

(3) It is for the Chapter to appoint the chair of the Committee; and that person must have recent and relevant financial experience and must be a non-executive member of the Chapter[[18]](#footnote-18).

(4) The Chapter may remove a member of the Committee from office if—

 (a) there is a good reason for the removal, and

 (b) at least 75% of members present and voting vote in favour of the removal.

(5) A member of the Committee holds office as such for a term of [up to three] [[19]](#footnote-19) years and may be reappointed; but a member who has served more than [three] [[20]](#footnote-20) consecutive terms is not eligible for appointment as a member, until at least [*specify period*] has passed since the member last ceased to hold office as such.

(6) The Dean is not entitled to be a member of the Committee but is entitled to attend the whole or part of a meeting of the Committee; and at any meeting which the Dean attends, he or she may speak but may not vote.

(7) The chief officers must each attend each meeting of the Committee unless the Committee considers that there are circumstances which justify excluding or excusing either or both of the chief officers from the whole or part of the meeting; and a chief officer, when attending the whole or part of a meeting of the Committee, may speak but not vote.

(8) If, at the invitation of the Committee, any member of the Chapter attends the whole or part of a meeting of the Committee, the person may speak but not vote.

(9) If, at the invitation of the Committee, any other person attends the whole or part of a meeting of the Committee, the person may speak, but only at the discretion of the chair, and may not vote.

**Functions**

**17.** (1) The Finance Committee must keep under review the activities and management of the Cathedral in relation to such matters as the Chapter specifies in terms of reference for the Committee.

(2)Section 16(8) of the Measure requires the Chapter, in providing the terms of reference referred to in paragraph (1), to have due regard to any guidance issued by the Church Commissioners on the responsibilities of a Finance Committee.

**Proceedings**

**18.** (1) It is for either of the chief officers, at the request of the chair of the Finance Committee, to convene a meeting of the Committee.

(2) The Committee must meet at least [four times] [[21]](#footnote-21) each year.

(3) Notice of a meeting of the Committee must, unless otherwise agreed, be given to each member of the Committee, and to each person entitled [or invited] to attend the meeting by virtue of Article 16(6) or (7) above, at least [five] [[22]](#footnote-22) working days before the date of the meeting.

(4) In the case of each person invited to attend a meeting of the Committee [by virtue of Article 16(8) above], notice of the meeting must be given to the person as soon as reasonably practicable before the meeting.

(5) Notice of a meeting of the Committee—

 (a) must specify when and where the meeting is to be held,

 (b) must include an agenda for the meeting, and

 (c) must be accompanied by the relevant papers for the meeting.

(6) In so far as it is not reasonably practicable for the relevant papers for a meeting of the Committee to accompany the notice of the meeting, the papers must as soon as is reasonably practicable be given to each person to whom the notice was given.

(7) The quorum for a meeting of the Committee is [three][[23]](#footnote-23) members, [at least one of whom must be a non-executive member of the Chapter] [[24]](#footnote-24).

(8) Articles 12(6) and (7) of the Constitution (remote participation) apply to a meeting of the Committee as they apply to a meeting of the Chapter.

**Reporting[[25]](#footnote-25)**

**19.** (1) A draft of the minutes of each meeting of the Finance Committee must be circulated promptly to each member of the Committee.

 (2) Once the minutes of a meeting of the Committee are approved, the minutes—

 (a) must be sent to every member of the Chapter, and

 (b) may be sent to such other persons as the Committee thinks appropriate.[[26]](#footnote-26)

(3) The Chapter must consider any matters arising from the minutes of a meeting of the Committee.

**Terms of reference**

 **20.** The Chapter has the power under section 16(11) of the Measure to set terms of reference for the Finance Committee in relation to its functions, proceedings and reporting requirements but subject to the requirements of the Measure, the Constitution and these Statutes.

[*Include Articles 21 to 25 only if the Cathedral has an Audit and Risk Committee*]

***Audit and Risk Committee***

**Composition etc.**

**21.** (1) The Audit and Risk Committee must have at least [ ] members.

(2) It is for the Chapter to appoint the members of the Committee, at least one of whom must be a non-executive member, [following consultation with the Nominations Committee].

(3) It is for the Chapter to appoint the chair of the Committee; and that person must have recent and relevant financial experience and must not be a member of the Chapter.

(4) The Chapter may remove a member of the Committee from office if—

 (a) there is a good reason for the removal, and

 (b) at least 75% of members present and voting vote in favour of the removal.

(5) A member of the Committee holds office as such for a term of [up to three][[27]](#footnote-27) years and may be reappointed; but a member who has served more than [three] [[28]](#footnote-28) consecutive terms is not eligible for appointment as a member, until at least [*specify period*] has passed since the member last ceased to hold office as such.

(6) The Dean is not entitled to be a member of the Committee but is entitled to attend the whole or part of any meeting of the Committee; and at any meeting which the Dean attends, he or she may speak but may not vote.

(7) The Chair may invite either or both chief officers to attend the whole or part of each meeting of the Committee; ; and a chief officer, when attending the whole or part of a meeting of the Committee, may speak but not vote.

 (8) If, at the invitation of the Committee, any member of the Chapter attends the whole or part of a meeting of the Committee, the person may speak but not vote.

 (9) If, at the invitation of the Committee, any other person attends the whole or part of a meeting of the Committee, the person may speak, but only at the discretion of the Chair, and may not vote.

**Functions**

**22.** The Audit and Risk Committee must keep under review the activities and management of the Cathedral in relation to such matters as the Chapter specifies in terms of reference for the Committee.

**Proceedings**

**23.** (1) It is for either of the chief officers, at the request of the chair of the Audit and Risk Committee, to convene a meeting of the Committee.

(2) The Committee must meet at least [twice] [[29]](#footnote-29) each year.

(3) Notice of a meeting of the Committee must, unless otherwise agreed, be given to each member of the Committee, and to each person entitled [or invited] to attend the meeting by virtue of Article 21(6) or (7) above, at least [five][[30]](#footnote-30) working days before the date of the meeting.

(4) In the case of each person invited to attend a meeting of the Committee [by virtue of Article 21(8) above], notice of the meeting must be given to the person as soon as reasonably practicable before the meeting.

(5) In so far as it is not reasonably practicable for the relevant papers for a meeting of the Committee to accompany the notice of the meeting, the papers must as soon as is reasonably practicable be given to each person to whom the notice was given.

(6) Notice of a meeting of the Committee—

 (a) must specify when and where the meeting is to be held,

 (b) must include an agenda for the meeting, and

 (c) must be accompanied by the relevant papers for the meeting.

(7) In so far as it is not reasonably practicable for the relevant papers for a meeting of the Committee to accompany the notice of the meeting, the papers must as soon as is reasonably practicable be given to each person to whom the notice was given.

(8) The quorum for a meeting of the Committee is [three] [[31]](#footnote-31) members, [at least one of whom must be a non-executive member of the Chapter] [[32]](#footnote-32).

(9) Articles 12(6) and (7) of the Constitution (remote participation) apply to a meeting of the Committee as they apply to a meeting of the Chapter.

**Reporting[[33]](#footnote-33)**

**24.** (1) A draft of the minutes of each meeting of the Audit and Risk Committee must be circulated promptly to each member of the Committee.

 (2) Once the minutes of a meeting of the Committee are approved, the minutes—

 (a) must be sent to every member of the Chapter, and

 (b) may be sent to such other persons as the Committee thinks appropriate.[[34]](#footnote-34)

(3) The Chapter must consider any matters arising from the minutes of a meeting of the Committee.

**Terms of reference**

**25**. The Chapter has the power under section 16(11) of the Measure to set terms of reference for the Audit and Risk Committee in relation to its functions, proceedings and reporting requirements but subject to the requirements of the Measure, the Constitution and these Statutes[[35]](#footnote-35).

***Other committees and sub-committees*[[36]](#footnote-36)**

**Committees: composition etc.**

**26.** (1) A committee of the Chapter established under the Constitution must have at least [three][[37]](#footnote-37) members.

(2) It is for the Chapter to appoint the members of the committee, at least [one][[38]](#footnote-38) of whom must be a member of the Chapter, [following consultation with the Nominations Committee].

(3) It is for the Chapter to appoint the chair of the committee; and that person may, but need not, be a member of the Chapter[[39]](#footnote-39).

(4) The Chapter may remove a member of the committee from office if—

 (a) there is a good reason for the removal, and

 (b) at least 75% of members present and voting vote in favour of the removal.

(5) A member of the committee holds office as such for a term of [up to three][[40]](#footnote-40) years and may be reappointed; but a member who has served more than [three] [[41]](#footnote-41) consecutive terms is not eligible for election, or for appointment or co-option as a member, until at least [*specify period*] has passed since the member last ceased to hold office as such.

(6) A member of the [*insert name of group established under Article 34*] is entitled to attend the whole or part of a meeting of the committee and is entitled to speak but not vote.

(7) [A chief officer] [any member of the Chapter] [the Dean] [the senior non-executive member] is entitled to attend the whole or part of any meeting of the committee and is entitled to speak but not vote.

OR

(7) If, at the invitation of the committee, [a chief officer] [any member of the Chapter] [the Dean] [the senior non-executive member] attends the whole or part of a meeting of the committee, the person may speak but not vote.

(8) If, at the invitation of the committee, any other person attends the whole or part of a meeting of the committee, the person may speak, but only at the discretion of the Chair, and may not vote.

**Sub-committees: composition**

**27.** (1) A sub-committee established under the Constitution must have at least [three] [[42]](#footnote-42) members.

(2) It is for the committee under which the sub-committee sits to appoint the members of the sub-committee, [following consultation with the Nominations Committee] [and with the approval of the Chapter] [[43]](#footnote-43).

(3) It is for the Chapter to appoint the chair of the sub-committee.

(4) [The chair] OR [At least [one[[44]](#footnote-44)] member][[45]](#footnote-45) of the sub-committee must be a member of the committee under which the sub-committee sits.

(5) The Chapter may remove a member of the sub-committee from office if—

 (a) there is a good reason for the removal, and

 (b) at least 75% of members present and voting vote in favour of the removal.

(6) A member of the sub-committee holds office as such for a term of [up to three][[46]](#footnote-46) years and may be reappointed; but a member who has served more than [three] [[47]](#footnote-47) consecutive terms is not eligible for election, or for appointment or co-option as a member, until at least [*specify period*] has passed since the member last ceased to hold office as such.

(7) A member of the [*insert name of management group established under Article 34*] is entitled to attend the whole or part of a meeting of the sub-committee and is entitled to speak but not vote.

**Functions**

**28.**  The functions of each committee or sub-committee established under the Constitution are set out in the terms of reference for that committee or sub-committee.

**Proceedings**

**29.** (1) It is for the chief officers, at the request of the chair of a committee or sub-committee established under the Constitution, to convene a meeting of the committee or sub-committee.

(2) Notice of a meeting of the committee or sub-committee must, unless otherwise agreed, be given to each of its members, and to each person entitled [or invited] to attend the meeting by virtue of Article 26(6) or (7) or 27(7) above, at least [five] working days before the date of the meeting.

(3) In the case of each person invited to attend a meeting of the committee [by virtue of Article 26(8) above], notice of the meeting must be given to the person as soon as reasonably practicable before the meeting.

(4) Notice of a meeting of the committee or sub-committee—

 (a) must specify when and where the meeting is to be held,

 (b) must include an agenda for the meeting, and

 (c) must be accompanied by the relevant papers for the meeting.

(5) In so far as it is not reasonably practicable for the relevant papers for a meeting of the committee or sub-committee to accompany the notice of the meeting, the papers must as soon as is reasonably practicable be given to each person to whom the notice was given.

(6) The quorum for a meeting of the committee or sub-committee is [three] members.

(7) Articles 12(6) and (7) of the Constitution (remote participation) apply to a meeting of the committee or sub-committee as they apply to a meeting of the Chapter.

**Reporting**

**30.** (1) [The terms of reference of a committee or sub-committee established under the Constitution make provision as to the reporting of proceedings of its meetings to the Chapter.]

(2) A draft of the minutes of each meeting of the committee or sub-committee must be circulated promptly to each of its members for approval,

(3) Once the minutes of a meeting are approved, the minutes—

 (a) must be sent to every member of the Chapter, and

 (b) may be sent to such other persons as the committee or sub-committee thinks appropriate[[48]](#footnote-48).

**Terms of reference**

**31.** The Chapter has the power under section 17(6) of the Measure to set terms of reference for each committee or sub-committee established under the Constitution in relation to its functions, proceedings and reporting requirements but subject to the requirements of the Measure, the Constitution and these Statutes.

***[Advisory bodies[[49]](#footnote-49)***

**Terms of reference**

**32.**  The Chapter has the power under section 18(4) of the Measure to set terms of reference for an advisory body in relation to its functions, proceedings and reporting requirements but subject to the requirements of the Measure, the Constitution and these Statutes.]

***Senior Management***

**Chief officers**

**33**. [*Provision about functions*]

**Establishment of management group**

**34.** There is to be a group called [*name of group*], concerned with the management of the Cathedral.

**Membership of group**

**35.** The members of the [*name of group*] are—

(a) the Dean,

 (b) each residentiary canon with responsibility for a department of the Cathedral or for part of its operations,

 (c) the chief officers, and

 (d) such other members of staff (whether lay or clergy) as the Chapter considers appropriate.

**Functions of group[[50]](#footnote-50)**

**36.** [*Provision as to functions*]

**Proceedings of group[[51]](#footnote-51)**

**37.** [*Provision as to proceedings*]

**Accountability of group[[52]](#footnote-52)**

**38.** [*Provision as to accountability to Chapter*]

**Committees of group**

**39.** (1) The [*name of group*] may establish one or more committees for dealing with matters relating to the day to day running of the Cathedral.

(2) In the case of each committee established under this Article, the [*name of group*] must specify in writing the matters which come within the committee’s remit.

(3)The [*name of group*] must appoint the members of each committee so established.

 (4) The chair of each committee so established must be a member of the [*name of group*]; but subject to that, the membership of the committee need not include a member of staff or a member of the Chapter.

(5)Each committee so established must report to the [*name of group*] in accordance with such requirements as the [*SMG*] may specify in writing.

 (6) Each committee so established may regulated its own procedure, subject to such rules as the [*name of group*] may specify in writing.

***Dignities[[53]](#footnote-53)***

[*Include here provision for the creation, continuance, abolition, suspension or termination of suspension of a dignity, office or body and the title by which such dignity or office is to be known.*]

**40.** [*Insert as required*]

***Residence***

**Residence for residentiary canons**

**41.** [*Insert as required*][[54]](#footnote-54)

***Worship***

**Divine Service and preaching**

**42.** [*Insert as required*]

**Order of precedence**

**43.** The order of precedence in processions at services held in the Cathedral is …..

**Music, choir etc.**

**44.** [*Insert as required*]

***Miscellaneous***

**Execution of documents**

**45.**  A document which is not required to be executed by the application of the Chapter’s seal is validly executed by the Chapter if it is signed on behalf of the Chapter by two members of the Chapter, or by one member of the Chapter and one of the chief officers, [each of whom is authorised to sign the document by written resolution of the Chapter (whether specially or generally)].

**Power to establish subsidiaries**

1. (1) The Chapter may, for the purpose of securing the good government of the Cathedral, establish subsidiary companies.
2. The Chapter may itself become a member of a company established under this Article.
3. In this Article, “company” includes any body corporate.

[*The following provisions should be included in so far as relevant to your Cathedral*]

**Archaeologist**

**47.** Section 23(2) of the Care of Cathedrals Measure 2011 requires the Chapter to appoint a cathedral archaeologist.[[55]](#footnote-55)

**Patronage**

**48.**  The power of presentation or nomination to a benefice in the patronage of the Cathedral is exercisable by the Chapter or a patronage committee of the Chapter.

**Parish church**

*[If the whole of the Cathedral is a parish church, the following provision may be included*.]

**49.** [The [*specify part of the Cathedral*] only, and no other part of the Cathedral, is to be the Parish church]

[*If part of the Cathedral is a parish church, the following provision may be included*]

**50.** [The whole of the Cathedral is to be the Parish church.]

***Amendments to Statutes***

**Amendments**

**51.** The procedure for making amendments to these Statutes is set out in sections 31 to 34 of the Measure.

***Interpretation***

**Interpretation**

**52.** (1) In these Statutes—

 “the Bishop” means the Bishop of [ ] (but see paragraph (2));

“the Cathedral” means the [Metropolitical and][[56]](#footnote-56) Cathedral Church of [ ] in [ ];

 “the Measure” means the Cathedrals Measure 2021;

[“the Parish” means the Parish of [ ], being the parish for which the Cathedral or part of it is the parish church;] [*To be included only if Cathedral or part of it is a parish church*.]

“working day” means a day which is not a Saturday or Sunday, Christmas Day, Good Friday or a bank holiday in England under the Banking and Financial Dealings Act 1971;

(2) Where the functions of the Bishop are being exercised by another bishop in accordance with an instrument made under section 13 or 14 of the Dioceses, Pastoral and Mission Measure 2007, the references in these Statutes to the Bishop are to be read as references to that other bishop.

(3) A reference in these Statutes to a provision of the Measure is to be read as a reference to that provision as for the time being amended, extended or applied by or under any other Measure.

(4) Subject to that, the Interpretation Act 1978 applies to these Statutes.

***Revocation***

**Revocation**

**53.** The Statutes of the Cathedral made on [ ] cease to have effect.

1. Amend / add as according to the arrangements in your Cathedral. [↑](#footnote-ref-1)
2. Electronic communications and ballots have been suggested for the entire process, as these are the simplest administratively and least costly to run. If not appropriate for your Cathedral, or if you consider additional options are needed where some of those to be contacted have limited or no access to email, amend accordingly. [↑](#footnote-ref-2)
3. Delete if your Cathedral does not have one. You may add other stakeholder groups to this list, such as an advisory council or youth council, if appropriate. [↑](#footnote-ref-3)
4. If the functions of the College of Canons are set out in the Constitution, this clause should be deleted to avoid duplication. [↑](#footnote-ref-4)
5. Insert as appropriate for your Cathedral. [↑](#footnote-ref-5)
6. Amend as required. Terms are usually 3 or 4 years but can be 2 or 5 if that is most appropriate for your Cathedral. [↑](#footnote-ref-6)
7. Include as appropriate for your Cathedral. [↑](#footnote-ref-7)
8. Include as appropriate for your Cathedral. [↑](#footnote-ref-8)
9. Include if appropriate. [↑](#footnote-ref-9)
10. Only include where elections will be held for some non-executive Chapter members. [↑](#footnote-ref-10)
11. Or restrict it to named committees or sub-committees, e.g. Finance or Audit and Risk [↑](#footnote-ref-11)
12. Include if appropriate. [↑](#footnote-ref-12)
13. Delete depending on which version of 12(6) is used. [↑](#footnote-ref-13)
14. Amend as appropriate for your Cathedral. [↑](#footnote-ref-14)
15. Amend as appropriate for your Cathedral. [↑](#footnote-ref-15)
16. If more than one non-executive Chapter member must be a member of the Nominations Committee, consider including a requirement for one non-executive Chapter member to be present as a requirement for a quorum. [↑](#footnote-ref-16)
17. Consider whether you want to include a requirement for minutes to be sent to the chief officers. [↑](#footnote-ref-17)
18. Some Chapters may wish to appoint the SNEM as the Finance Committee chair. However, this should not be set out in the Statutes as it will preclude the appointment of a SNEM who may not have the required “recent and relevant financial experience” but may have other valuable skills needed by the Chapter. [↑](#footnote-ref-18)
19. Amend as required. Terms are usually 3 or 4 years but can be 2 or 5 if that is most appropriate for your Cathedral. [↑](#footnote-ref-19)
20. Depending on the length of the terms, you may want to allow people to serve for 2, 3 or 4 consecutive terms. [↑](#footnote-ref-20)
21. Amend as appropriate – put the minimum number in here – more can always be held. [↑](#footnote-ref-21)
22. Amend as appropriate for your Cathedral. [↑](#footnote-ref-22)
23. Amend as appropriate for your Cathedral. [↑](#footnote-ref-23)
24. If more than one non-executive Chapter member must be a member of the Nominations Committee, consider including a requirement for one non-executive Chapter member to be present as a requirement for a quorum. [↑](#footnote-ref-24)
25. You may wish to include more requirements here – see model ToR for the Finance Committee. [↑](#footnote-ref-25)
26. Consider whether you want to include a requirement for minutes to be sent to the chief officers. [↑](#footnote-ref-26)
27. Amend as required. Terms are usually 3 or 4 years but can be 2 or 5 if that is most appropriate for your Cathedral. [↑](#footnote-ref-27)
28. Depending on the length of the terms, you may want to allow people to serve for 2,3 or 4 consecutive terms. [↑](#footnote-ref-28)
29. Amend as appropriate – put the minimum number in here – more can always be held. [↑](#footnote-ref-29)
30. Amend as appropriate for your Cathedral. [↑](#footnote-ref-30)
31. Amend as appropriate for your Cathedral. [↑](#footnote-ref-31)
32. If more than one non-executive Chapter member must be a member of the Nominations Committee, consider including a requirement for one non-exec Chapter member to be present as a requirement for a quorum. [↑](#footnote-ref-32)
33. You may wish to include more requirements here – see model ToR for the Audit and Risk Committee. [↑](#footnote-ref-33)
34. Consider whether you want to include a requirement for minutes to be sent to the chief officers. [↑](#footnote-ref-34)
35. Section 16(8) of the Measure requires the Chapter, in providing the terms of reference, to have due regard to any guidance issued by the Church Commissioners on the responsibilities of an Audit and Risk Committee. [↑](#footnote-ref-35)
36. If any other committees are specifically established in the constitution, include specific composition/functions/proceedings section for such a committee here. [↑](#footnote-ref-36)
37. Amend as appropriate for your Cathedral. [↑](#footnote-ref-37)
38. You may increase if appropriate for your Cathedral. [↑](#footnote-ref-38)
39. This provides flexibility for Chapters but ensures Chapters retain control. [↑](#footnote-ref-39)
40. Amend as appropriate for your Cathedral. [↑](#footnote-ref-40)
41. Amend as appropriate for your Cathedral. [↑](#footnote-ref-41)
42. Amend as appropriate for your Cathedral. [↑](#footnote-ref-42)
43. Amend as appropriate for your Cathedral. [↑](#footnote-ref-43)
44. Amend as appropriate for your Cathedral. [↑](#footnote-ref-44)
45. Amend as appropriate for your Cathedral. [↑](#footnote-ref-45)
46. Amend as appropriate for your Cathedral. [↑](#footnote-ref-46)
47. Amend as appropriate for your Cathedral. [↑](#footnote-ref-47)
48. Consider whether you want to include a requirement for minutes to be sent to the chief officers. [↑](#footnote-ref-48)
49. If your Constitution does not set up one or more advisory bodies this should be deleted. [↑](#footnote-ref-49)
50. The Statutes must make such provision – this section cannot be deleted (s.19(2) of the Measure). [↑](#footnote-ref-50)
51. The Statutes must make such provision – this section cannot be deleted (s.19(2) of the Measure). [↑](#footnote-ref-51)
52. The Statutes must make such provision – this section cannot be deleted (s.19(2) of the Measure). [↑](#footnote-ref-52)
53. E.g. honorary canons, vergers etc [↑](#footnote-ref-53)
54. Insert provisions here in accordance with arrangements in your Cathedral. [↑](#footnote-ref-54)
55. This Article is not to be inserted if the Cathedrals Fabric Commission has notified the Chapter that, in the Commission’s view, the archaeological significance of the Cathedral does not justify appointing an archaeologist. [↑](#footnote-ref-55)
56. In the case of Canterbury and York only. [↑](#footnote-ref-56)