

# **Christians on the Internet CONSTITUTION**

## **1 NAME**

The name of the Association shall be Christians on the Internet, hereinafter referred to as 'the Association'.

## **2 AIM**

To promote the use of the Internet and other electronic communication media by Churches, Christian Organisations and individuals.

## **3 OBJECTS**

The objects of the Association shall be:

- a) To encourage Churches, Church Organisations and individuals to use the Internet and other forms of computer-mediated communication.
- b) To educate Churches, Church Organisations and individuals in the use of the Internet and other forms of computer-mediated communication.
- c) To establish or co-operate in the establishment of electronic mailing lists, newsgroups, ftp sites, world-wide web sites and other such similar facilities for the use of its members and others.
- d) To advise on, provide, or secure the provision of, appropriate software and hardware (whether on a commercial basis or otherwise) for the use of its members and others.
- e) To establish or co-operate in the establishment of Internet domains for the use of its members and others.
- f) To publish or encourage the publication, either by electronic media or otherwise, of information relevant to the use of the Internet or other similar means of communication.
- g) To develop or encourage the development of any other form or forms of electronic communication media.
- h) To arrange or co-operate in the arrangement of exhibitions, displays, conferences or such other events as shall further the objects of the Association.
- i) To co-operate with other associations and bodies with similar aims.

## **4 POWERS**

In furtherance of the above aim and objects, but not otherwise, the Association shall have the power:

- a) To raise such monies either in the form of grants, by donation, subscriptions or otherwise as shall be necessary to carry out its aim and objects.
- b) To employ such staff, either paid or unpaid, as shall be deemed necessary, and to determine the remuneration of such staff.
- c) To enter into agreements with other bodies (on a commercial basis or otherwise) for the provision of such goods and services as it shall determine to be necessary.
- d) To associate with any other organisation with aims and objects similar to all or any one of its own.
- e) To appoint not less than three Trustees or a Trust Corporation to hold assets or real property on behalf of the Association, and to determine the terms of such a trust or trusts.
- f) To do all such other things as shall be necessary to fulfil the aim and objects of the Association.

## **5 MEMBERSHIP**

Membership is open, on an individual basis, irrespective of gender, sexual orientation, nationality, race, colour, disability or political affiliation to all residents of the British Isles who are members of any Church or Church-affiliated organisation which is a member of Churches Together in Britain and Ireland, or otherwise at the discretion of the Executive.

Membership shall be of three kinds:

- a) Full Membership  
Individuals who maintain an email address accessible from the Internet, who subscribe to the aim of the Association, who have completed a Membership Application, and paid such membership fee as the Executive shall from time to time determine.
- b) Associate Membership  
Individuals who do not maintain an email address accessible from the Internet, but who subscribe to the aim of the Association, who have completed a Membership Application and paid such membership fee as the Executive shall from time to time determine.
- c) Honorary Membership  
Individuals who, in the opinion of the Executive, shall merit being invited to join the Association.

Full members only shall be entered on the Electoral Roll of the Association. Only those on the Electoral Roll are eligible to vote at General Meetings, and on such issues as are referred to the membership by the Executive. The Electoral Roll will be reviewed on an annual basis, not more than 28 days nor less than 14 days before the Annual General Meeting, and will be available for inspection by any full member.

## **6 CONDUCT OF MEMBERS**

It shall be a condition of membership that members at all times conduct themselves in a reasonable manner (whether present in person or via electronic means) at meetings in premises or on facilities used by the Association. Any member may have their membership withdrawn for breach of this condition, or for any other conduct contravening the aim and objects of the Association, by a majority of those present and voting at any Executive or General Meeting. Any member so excluded shall have a right of appeal to the following General Meeting.

## **7 CONDUCT OF BUSINESS**

The business of the Association shall be conducted by an Executive consisting of members elected at each Annual General Meeting, and appointed or co-opted as follows in Clauses 8, 9 and 10.

## **8 ELECTED MEMBERS OF THE EXECUTIVE**

The elected members of the Executive shall consist of a Chair, Treasurer and Secretary, and not less than 6 or more than 9 members. One of the three officers (Chair, Treasurer, Secretary) plus one third of the remaining Executive Members shall stand for election in rotation in each consecutive year. All retiring Executive members are immediately eligible for re-election.

## **9 EX-OFFICIO MEMBERS OF EXECUTIVE**

Up to three representatives of other relevant organisations may be appointed ex-officio onto the Executive with the agreement of two-thirds of the Executive. Ex-officio representatives shall have the right to vote on all issues concerning the Executive. Ex-officio representation shall be reviewed after each Annual General Meeting.

## **10 CO-OPTED MEMBERS OF THE EXECUTIVE**

The Executive shall have the power to co-opt up to 3 or 25% of its number, whichever shall be the less, additional members with the agreement of a simple majority of the Executive. A co-opted member has the right to vote on any issues concerning the Executive. Co-opted members shall serve until the following Annual General Meeting.

## **11 CASUAL VACANCIES**

Any casual vacancy in the Executive may be filled by appointment of a member of the Association by a simple majority of the whole Executive voting at an ordinary meeting, and any person appointed to fill such a vacancy shall hold office until the conclusion of the next Annual General Meeting of the Association and shall be eligible for election at that meeting.

## **12 NOMINATIONS FOR ELECTION**

Nominations for Officers or members of the Executive must be proposed and seconded by members of the Association in such a manner as shall be determined by the Executive, and the person nominated must give their assent to being nominated and nominations must be received by the Secretary. Should nominations exceed vacancies, election shall be made by ballot in the manner directed by the Chair. The proceedings of the Executive shall not be invalidated by any failure to elect, or any defect in the election, appointment or qualification of any member.

## **GENERAL MEETINGS**

### **13 ANNUAL GENERAL MEETINGS**

An Annual General Meeting of the Association shall be held at such time (not being more than 6 months after the end of the Association's financial year) and place as the Executive shall determine.

At an Annual General Meeting, the Association shall have the power to decide, by a simple majority, that the next, and any subsequent Annual General Meetings shall be held by electronic means rather than in person, and determine standing orders by which this can be effected.

At this meeting:

- a) The meeting shall approve the minutes of the previous Annual General Meeting.
- b) Whenever necessary, consider proposals to alter the Constitution, in accordance with Clause 23.
- c) The Executive shall present an annual report of the Association.
- d) Each sub-committee (if any) shall present an annual report and account of its activities.
- e) The Executive shall present the accounts of the Association for the previous year which have been examined by an independent person deemed competent to do so.
- f) The Officers and Executive for the next year shall be elected.
- g) The independent examiner(s) for the accounts for the following year shall be appointed.
- h) Any proposals submitted to the Secretary not less than seven days in advance of the meeting shall be discussed, and may, with the approval of a simple majority, either be put to the vote at that meeting or referred to the Executive for further discussion.

## **14 SPECIAL GENERAL MEETINGS**

The Secretary shall call a Special General Meeting at the request of a majority of the Executive or on receipt of a petition assented to by not less than 15 members of the Association giving reasons for their request. The Secretary shall give not less than seven days notice of the holding of a Special General Meeting, which shall take place within 21 days of the receipt of the request or petition.

## **15 QUORUM AT MEETINGS**

The quorum for all General Meetings shall be one-third of the membership or 15 members whichever is the less. In the event of the Annual General Meeting being inquorate, it shall be reconvened three weeks later and the quorum, on that occasion, will be those attending. The quorum for Executive meetings shall be one-third of the Executive membership, or 4 members, whichever shall be the less, of which one at least shall be an officer of the Association, and the majority shall be elected members.

## **THE EXECUTIVE**

### **16 EXECUTIVE MEETINGS**

Executive Meetings shall take place in person or by electronic or such other means as shall be determined by the Executive. The Secretary shall give at least 7 days notice by email to all Executive members, giving the starting and finishing dates between which the meeting shall take place, and the proposed agenda for the meeting.

For an electronic meeting Executive members taking part in the meeting must signify their attendance by email on or before the first day of the meeting. The Executive shall have the power to determine such standing orders as may be necessary for the proper conduct of its business.

Meetings of the Executive shall normally be open, with the agenda, discussions and resolutions being published on a read-only mailing list to which all full members have access. The Executive may determine, by a simple majority that a meeting or an item on the agenda of a meeting shall be closed.

### **17 VOTING AT EXECUTIVE MEETINGS**

The Chair of the Executive (or in the absence of the Chair, such other person as shall be elected by the Executive members who have signified their attendance to chair that meeting) may call for a vote on any motion put to the meeting, and the call for votes shall specify a date and time (not less than 24 hours from the call for votes) by which voting must be finalised. The Secretary shall announce the results of any vote within 24 hours of the time on which the voting is completed. All voting shall be by open ballot. A motion shall be deemed to have been passed if it receives a simple majority of those voting.

### **18 SUB-COMMITTEES**

The Executive may appoint such sub-committees as may be required to carry out the activities of the Association. Such sub-committee shall be directly accountable to the Executive. The Executive shall agree in advance the terms of reference of any sub-committee, which may then act only within those terms. Any officer of the Executive shall have the right to sit on any sub-committee.

## **DUTIES OF OFFICERS**

### **19 THE CHAIR**

The Chair (or in his or her absence such other Executive Member as the Executive shall decide) shall conduct the meetings of the Association.

## **20 THE TREASURER**

The Treasurer shall open and maintain a bank account or accounts in the name of the Association. All cheques and other instruments shall be signed by the Treasurer and one of two other Executive member mandated by the Executive as signatories.

The Treasurer shall keep proper accounts of income and expenditure and report on them or deliver them up to the Executive as required by the Executive or General Meeting (at least once a quarter). Such accounts shall be examined by an independent person who is a non-member of the Association appointed by the membership at the Annual General Meeting. The Association's financial year shall run from 1st January to 31st December.

## **21 THE SECRETARY**

The Secretary shall be responsible for convening all meetings and giving the required notice to members.

Minute books (in electronic form or otherwise) shall be kept by the Association, the Executive, and all other sub-committees, and the Secretary shall enter in the minute books a record of all proceedings and resolutions and shall deliver up such record as required by the Executive or General Meeting. The Secretary shall permit the minutes to be examined on receipt of not less than 7 days notice by any 2 members of the Association.

The Secretary shall maintain a Register of members of the Association. The Executive may, at its discretion, appoint an Electoral Roll Officer to assist the Secretary in maintaining the Electoral Roll.

## **22 REPRESENTATION ON OTHER BODIES**

Any member(s) or Officer(s) of the Executive delegated to represent the Association in consultation with any other body shall act on the instructions of the Association and shall report back to the following Executive or General Meeting, whichever is sooner.

## **23 ALTERATION TO THE CONSTITUTION**

Any proposals to alter this Constitution must be submitted to the Secretary of the Association (with the assent of the Executive, or of at least 15 full members of the Association) not less than 28 days before the General Meeting at which it is to be discussed. Not less than 14 days notice shall be given of such a meeting, together with the wording of the proposed alteration(s). Any alteration shall require the approval of two-thirds of those present and voting at the meeting. No alterations shall be made to Clause 24.

## **24 DISSOLUTION**

If the Executive, or if an Executive no longer exists any ten members of the Association, decides by a simple majority that the Association should be dissolved, they shall give at least 14 days notice to all members of a meeting at which the matter shall be discussed. For the sole purpose of dissolution a quorum need not apply, and the Association may be dissolved by a two-thirds majority of those present. Any assets, financial or otherwise, donated by outside bodies, remaining when the Association has satisfied all its liabilities, shall be returned to the original donors, thereafter any remaining assets shall be applied for such purposes in accordance with the aim and objects of the association as the meeting shall decide.

## **25 INTERPRETATION**

This Association shall be governed by English law.

This Constitution was adopted at a meeting on the 4th November 1995 at Betjeman House, Cambridge. Amended 2001.