

## **CAMBRIDGE UNIVERSITY CATHOLIC ASSOCIATION CONSTITUTION**

*(Incorporating amendments approved at Annual General Meetings on 29 November 1992, 29 November 2015 and 25 November 2018)*

1. The Cambridge University Catholic Association, founded in 1899, is an association of Catholic lay persons who are members of the University of Cambridge.
2. The objects of the Association are:
  - (i) The promotion and safeguarding of Catholic interests in the said University of a religious, educational and/or charitable nature;
  - (ii) The provision of the necessary accommodation for a University Oratory;
  - (iii) The housing of the University Catholic Chaplain;
  - (iv) The maintenance of a Library of Catholic literature of an educational nature;
  - (v) The contribution to any other Catholic works of an educational or charitable nature;
  - (vi) The holding of Meetings and Conferences for the advancement of all or any of the objects aforesaid.
- 2.1 The affairs of the Association shall be managed by Cambridge University Catholic Association CIO and all references to the Council shall be to the Trustee body of that CIO. Meetings of the Trustees of the CIO and the Council of Cambridge University Catholic Association shall be held at the same time and place. Unless expressly stated to the contrary in the minutes of such meetings, all decisions shall be deemed to be decisions of the Trustees of the CIO and all legal liability shall attach to the Trustees of the CIO exclusively. Acts of the officers of the Council of Cambridge University Catholic Association shall be deemed to be acts of the Trustees of the CIO exclusively
3. The affairs of the Association shall be managed by a Council consisting (subject to section 6 below), of the Officers and six ordinary members. The retiring President of the Association shall be an additional member of the Council for two years after leaving office. The Council's members therefore act as, and have the responsibilities of, trustees of CUCA as a registered charity (No. 21454).
4. The officers of the Association shall be a President, a Secretary, a Treasurer, a Librarian, and, if the Council so resolves, not more than two other officers to undertake such duties as the Council shall specify. Officers, who must be senior members of the University, shall be elected at the Annual General Meeting to serve for one year. They shall be eligible for re-election providing always that no one shall serve for more than nine consecutive years.
5. The ordinary members of Council shall be elected from the Association at its Annual General Meeting to serve for a period of three years and shall be eligible for re-election, providing always that no one shall be eligible to be elected or re-elected as an ordinary member after the age of 70, or to serve for more than six consecutive years.
6. Unless the Council by a two-thirds majority of those present and voting shall allow otherwise, a member of the Council who ceases to be normally resident within the precincts of the University shall cease to be a member of the Council.
7. The Council shall have power:
  - (i) to fill any casual vacancy by appointing an officer or member to serve until the next Annual General Meeting;

- (ii) to co-opt not more than two additional members to serve until the next Annual General Meeting;
- (iii) to appoint subcommittees as it considers expedient, membership of which need not be confined to members of the Council;
- (iv) to elect by a two-thirds majority of those present and voting any members of the Association to be Vice-Presidents, provided that the number of Vice-Presidents shall not exceed eight at any one time.
- (v) to elect Catholic lay persons not being members of the University, or clerics whether members of the University or not, who have shown a special interest in the Association or have otherwise a special claim on the gratitude of the Association, to be Honorary Members of the Association. They shall have no vote.

8. The University Catholic Chaplain, the Association's Vice-Presidents, the Cambridge University Catholic Association CIO, and the four Officers of the Fisher Society, shall be sent notices of meetings of the Council and of the business to be transmitted at them, and shall be entitled to be present and to speak, but not to vote, at those meetings.

The Cambridge University Catholic Association CIO is, in law, the owner of CUCA's property and other assets. It is appointed by the Council and must act in accordance with its directions.

9. A Mass shall be offered each year for all benefactors of the Association.
10. An Annual General Meeting of the Association shall be held in the Michaelmas Term of each year for the election of Officers and Ordinary Members of the Council, for the passing of the accounts, the election of auditors, and for any other business. Notice of the meeting shall be by posting at the Chaplaincy and announcement at Sunday Masses at least three weeks in advance. Nominations and requests for the consideration of other business must be received by the Secretary at least seven days before the date of the meeting. Nominations must be proposed and seconded and signify the consent of the person nominated.
11. An Extraordinary Meeting of the Association may be called by the decision of the President or at the request of ten or more members of the Association submitting their reasons to the Council. Notice of an Extraordinary meeting shall be given as for the Annual General Meeting as set out in paragraph 10 above.
12. Changes to the constitution
  - (i) Changes to this constitution shall be made at an Extraordinary Meeting called for the purpose, and at least forty days' notice exclusive of periods outside Full Term must be given. Notice must be sent to all members of the Association whose addresses are known, with reasons for the proposed change and, in the case of opposition thereto having been expressed at the Council, a brief statement of arguments for and against and a ballot paper for a postal vote. Voting by proxy shall be allowed and a form included for that purpose. A simple majority of the votes cast shall be required to effect any changes.
  - (ii) If, however, in the opinion of the Council the proposed changes do not affect the objects or qualifications for membership of the Association as set out in paragraphs 1 and 2 above, it shall be sufficient for notice of the meeting to be by posting at the Chaplaincy and announcement at Sunday Masses and by advertisement in the Catholic press. If this procedure is adopted, postal and proxy voting shall not be allowed, but a two-thirds majority of the votes cast shall be required to effect any changes.
13. At any meeting of the Association twenty shall form a quorum.

## **CAMBRIDGE UNIVERSITY CATHOLIC ASSOCIATION STANDING ORDERS OF THE COUNCIL**

1. The Council shall meet at least once a term, the date to be decided at the previous meeting, but the President may cancel a meeting for lack of business. In the Michaelmas Term a meeting shall be held not later than the week before the Annual General Meeting. Additional meetings may be called by the President on his or her own initiative or at the request of any three members. At least six days' notice shall be given of any such additional meetings except in the case of extreme urgency.
2. The Secretary shall distribute the Agenda to reach members of the Council and all those entitled to receive notice of a meeting, at least five days before.
3. Decisions shall be by a simple majority of those present and voting. In case of equality of votes, the President (or his deputy) shall have a second or casting vote.
4. The quorum is at least five or 50% of the total number of charity trustees, whichever is greater.
5. There shall be a Finance Committee of the Council consisting of the President, the Treasurer, the Assistant Treasurer, the Secretary and at least two other members with the following duties:
  - (a) to manage the investments of the Association subject to any general principles that may be laid down from time to time by the Council, and to minute a record of all investment transactions;
  - (b) to prepare annual accounts for submission to the Council and the Trustees and subsequent report to the Annual General Meeting of the Association;
  - (c) to prepare an annual budget for submission to the Council;
  - (d) to advise the Council on the insurance of the Association's property and insurance against third party risks;
  - (e) to take executive action as authorised by the Council.

The Finance Committee shall meet at least once a term. The President shall convene the meeting and at least six days' notice shall be given except in case of extreme urgency. The Treasurer shall be the secretary of the Committee.

6. The Secretary shall send a copy of the Constitution and Standing Orders to each new Council member and to all those entitled to receive notice of its meetings.
7. The Council may alter these Standing Orders by a majority of those present and voting subject to confirmation at a subsequent meeting, and subject to Clause 24 of the Constitution of the Cambridge University Catholic Association CIO (CUCA CIO).
8. These Standing Orders shall constitute rules of the CUCA CIO for the purposes of Clause 24 of its Constitutions and must be read in conjunction with the provisions of that Constitution. In the event of any conflict or inconsistency, the provisions of the CUCA CIO Constitution will prevail over the operation of these Standing Orders.