

The Student Cross Association

Clause 1: Name

The name of the Charity shall be The Student Cross Association (hereinafter called “the Association”).

Clause 2: Purposes

- (1) The Objects of the Association are:
 - (a) the advancement of religion by providing for an annual interdenominational Christian pilgrimage to the Shrine of Our Lady in Walsingham primarily but not exclusively for students.
 - (b) the relief of poverty by making grants to poor pilgrims in need of financial assistance to participate in the pilgrimage who, but for such assistance, would be otherwise be unable to make the said pilgrimage.

Clause 3: Committee of Management

- (1) The Association shall be managed by a Committee of Management (hereinafter called “the Committee) and the members thereof comprised in the definition in 2 (a)(i) below, shall be the charity Trustees of the Association within the meaning of Section 46 of the Charities Act 1960.
- (2) The members of the Committee shall be:
 - (a) (i) Trustees who shall be the persons elected as such at the Annual General Meeting (hereinafter referred to as AGM) which adopts this Constitution and at such subsequent AGMs as shall elect or re-elect the Trustees in accordance with the provisions of Clause 3.(3):
 - (b) (ii) Other Elected Members (OEMs) who shall be the persons elected as such at the AGM which adopts this Constitution and at such subsequent AGMs as shall elect or re-elect the OEMs in accordance with the provisions of Clause 3.(4):
 - (c) Representative Members who shall be one member nominated by each of the groups known as “Legs” of Student Cross:
 - (d) Such persons as may be co-opted onto the Committee in accordance with Clause 3.8 hereof:

and such persons shall hold office from the date of their election until the end of the Annual General Meeting next following that date, with the exception of the Trustees as referred to in sub-clause 2 (a) (i) who shall hold office for a period of five years from the date of their election.

- (3) At each fifth AGM or at such more frequent intervals as may be necessary, the meeting shall elect the Trustees (or a replacement Associationee or Trustees.)
- (4) At each Annual General Meeting minimum of three and a maximum of five persons shall be elected to serve on the Committee in addition to the Trustees.
- (5) At each Annual General Meeting the names of the persons appointed to serve on the Committee for the ensuing year as Representatives shall be reported.
- (6) In the event of any application for representation, or additional representation, on the Committee, the Committee may, by a resolution passed by a majority of not less than two thirds of all the members of the Committee, and for so long as the Committee shall determine, allow such

applicants to appoint a representative, or an additional representative, to serve on the Committee.

- (7) Any Leg having representation on the Committee may appoint a deputy, without power to vote to replace their committee member who is unable to attend a particular meeting of the Committee.
- (8) The Committee may from time to time co-opt persons having special knowledge or experience of its work to serve on the Committee, provided that the number of co-opted members shall not exceed one fourth of the total membership of the committee. Such members shall have power to vote at all meetings.
- (9) No member of the Association Committee shall receive remuneration from the Association or the Committee in any capacity (proper expenses excepted) or be interested in the supply or works or goods at the cost of the Association or the Committee.
- (10) The Committee may invite any person to attend any of its meetings as an observer without power to vote.
- (11) A person who ceased or will cease to be a member of the Committee shall be eligible for re-election or re-appointment.
- (12) The proceedings of the Committee shall not be invalidated by reason of any failure to elect or appoint any person as a member thereof, or any defect in the election or appointment, or the disqualification, of any person.

Clause 4: Resignations, vacancies etc.

- (1) Any person may resign from membership of the Committee by giving to the Chair or Secretary at least one month's notice in writing of his/her intention to do so, stating in such notice the date from which his/her resignation is to take effect.
- (2) The Committee shall have power to declare a vacancy in the office of any member of the Committee who:
 - (a) becomes bankrupt or insolvent;
 - (b) is absent from the United Kingdom for a continuous period of twelve months;
 - (c) is absent from the meetings of the Committee for a period of more than twelve months;
 - (d) suffers permanent incapacity which would in the opinion of the Committee restrict his/her taking part in the Committee's work;
 - (e) in the opinion of the Committee conduct themselves in a manner which is in conflict with the purposes of the Association.
- (3) A casual vacancy in the office of an elected member of a Committee may be filled by the remaining members of the Committee. A casual vacancy in the office of representative members may be filled by the Leg which he/she represented.

Clause 5: Meetings of the Committee

- (1) The Committee shall hold at least two ordinary meetings in each year and may hold such other ordinary meetings as are required. A special meeting of the Committee may be summoned at any time by the Chair or by any two members upon twenty-one clear days' notice in writing being given to the other members of the matters to be discussed.
- (2) The Committee shall determine the number of members who shall form a quorum at meetings provided that such quorum shall in no case be less than one third of the total number of members or five, whichever shall be fewer, for the time being thereof.

Clause 6: Chair and Vice-Chair

- (1) The Committee shall elect one of their number to be Chair and may elect one of their number to be Vice-Chair. If the Chair is absent from any meeting, the Vice-Chair (if any) shall preside;

otherwise the members present shall, before any other business is transacted, choose one of their number to preside at the meeting.

- (2) The Chair and Vice-Chair shall be appointed from among the voting members of the Committee.
- (3) A person shall not hold office as Chair or Vice-Chair for more than three consecutive years.

Clause 7: Sub-Committee

The Committee may from time to time appoint such Sub-Committees as may be deemed necessary, and may determine their terms of reference, powers, duration and composition provided that no sub-committee may be given power to co-opt more than one-fourth of its total membership. All acts and proceedings of such special or outstanding committees shall be reported back to the committee as soon as possible.

Clause 8: Officers

- (1) The Committee may appoint a President, Honorary Treasurer and Honorary Solicitor and Honorary Auditors, and such other unpaid officers as they may from time to time determine.
- (2) The Committee shall appoint one of their own number to be Honorary Secretary, or some other person to be Secretary or Honorary Secretary, and may appoint such other paid officers or servants not being a committee member as they consider to be necessary.
- (3) The Committee shall fix the terms of office of such appointments as they may make and make provisions as to the dismissal of such officers and servants as they appoint.

Clause 9: Trustees

The title to all real and personal property which may be acquired by or for the purposes of the Association shall be vested in the Trustees. Such Trustees shall enter into a Deed of Association or other such document as may be appropriate.

Clause 10: Rules

The Committee may make rules for the management of the Association, for the conduct of their business, the keeping of accounts, the deposit of money at a bank, the custody of documents, and for other purposes, and may amend such rules from time to time provided that all cheques be signed by at least two members of the committee.

Clause 11: Audited Accounts

The Association shall have its accounts audited by an appropriately qualified independent individual. Such individual shall be appointed by the Committee. The accounts shall be audited as soon as practicable after the end of the Association's financial year.

Clause 12: Annual General Meeting

- (1) Annual General Meetings shall be convened by the Committee and shall be held at the place appointed for the Student Cross AGM.
- (2) The first Annual General Meeting after the adoption of this Constitution shall be held on the first Holy Saturday after Adoption. Subsequent Annual General Meetings shall be held at intervals not exceeding fifteen months.
- (3) Notice of every Annual General Meeting shall be given at least seven days before the date thereof by contacting its membership through the leaders and secretaries of each pilgrim Leg.

- (4) The Chair of the Committee shall be the chair of an Annual General Meeting. In his/her absence the Vice-Chair of the Committee (if any) shall take the chair, and if none is in attendance the persons present shall, before any other business is transacted, appoint a Chair of the meeting.
- (5) All current members of the pilgrim body of eighteen years of age and upwards shall be entitled to attend and vote at an Annual General Meeting.
- (6) The Committee shall present to each Annual General Meeting the written report and accounts of the Association for the preceding financial year.

Clause 13: Voting

Every matter, whether at a General Meeting or in Committee or Sub-Committee, shall, (except as in this Constitution provided) be determined by a majority of the persons present voting thereon. In the case of an equality of votes the Chair of the meeting shall have a second or casting vote.

Clause 14: Alteration to the Constitution

- (1) The Constitution may be altered by a resolution passed by a majority of two thirds of those present and voting at an AGM or at a Special General Meeting convened for the purpose of which not less than two calendar months' notice shall be given to all members of the committee.
- (2) No alteration to Clause 2 (Purposes), Clause 14 (Alteration) and Clause 15 (Dissolution) shall take effect until approved in writing by the Charity Commissioners or other authority having charitable jurisdiction.

Clause 15: Dissolution

The Association may be dissolved by a resolution passed by a majority of two-thirds of those present and voting at an AGM or at a Special General Meeting convened for the purpose, of which not less than two calendar months' notice shall have been given to all members of the Committee. The property and funds of the Association shall not be paid to or distributed among the members but shall be given or transferred to such other charitable institution or institutions having objects similar to those of the Association or for such other charitable purposes as the Chair with the approval of the aforesaid majority may propose and determine.