



New Constitution and Statutes

On 11 August 2022 we begin a process of public consultation which will conclude on 16 September 2022. The purpose of the consultation is to allow everyone who has an interest in York Minster to comment on the proposed new Constitution and Statutes (C&S) which are the governing documents of our Cathedral.

Why is this happening?

In 2017, the Church of England established a working party to look again at the governance of cathedrals following some high-profile failures in a number of cathedrals. Our then Dean, now the Bishop of Bristol, was the vice-chair of that working party. Their recommendations became the basis of a new Cathedrals Measure, the final draft of which was approved by the General Synod and came into law in 2021. This requires all cathedrals to prepare a new set of C&S and also to apply to the UK Charity Commission for registration as a charity.

The Cathedrals Measure can be found here: <https://www.legislation.gov.uk/ukcm/2021/2>

The Church Commissioners, our statutory regulators, have provided us with a template C&S document which we have been required to follow closely and onto which we have added the working details for York Minster.

How does this apply to York Minster?

Our current C&S, which came into effect in 2000 and were amended in 2002, 2008 and 2018, will cease to have legal status at the end of this revision process and the new version will apply.

What will change?

At present, three bodies form the governing Corporation of the cathedral – the Chapter, the Cathedral Council and the College of Canons. Between them they are responsible for the governance of the Cathedral. The new Measure replaces this tripartite arrangement and re-constitutes the Chapter as the primary governing and oversight body of the Cathedral. This means that the Cathedral Council will cease to exist and that the College of Canons will no longer be a part of the “body corporate” nor have any formal governance role.

In addition, the Measure requires all cathedrals to register as charities with the UK Charity Commission. Members of the Chapter will therefore become Charity Trustees and will be subject to oversight by the Charity Commission, rather than just the Church Commissioners.

The Measure is specific about the size, composition and membership of the Chapter – the Dean and the Residentiary Canons will be the Executive Trustees, and the other members will be Non-Executive Trustees. The Non-Executives must outnumber the Executives and at least two-thirds of the Non-Executives must be lay people. The Archbishop must appoint the Senior Non-Executive Member (SNEM) who will effectively be the Vice-Chair of the Chapter.

In anticipation of these changes, we amended our C&S in 2018 to increase the number of lay members on the Chapter. We have also established a Senior Executive Team as required by the Measure. We also have in place the various committees required by the Measure: Nominations & Development, Finance, Audit & Risk. So, on the ground, apart from the appointment of a SNEM, there may not be many immediately noticeable changes in terms of organisational structure when the new C&S take effect.

Who has seen the new Constitution and Statutes so far?

The Constitution and Statutes have been drafted with the help of expert ecclesiastical lawyers, using the templates provided by the Church Commissioners. The Archbishop of York, the Cathedral Council, the Chapter, the Church Commissioners and the Charity Commissioners have all seen and are content with the drafted documents, subject to anything arising from the public consultation.

What will happen now?

Everyone who has an interest in York Minster is invited to review and comment on the proposed new Constitution and Statutes, which are annexed to this briefing note.

Printed copies of the proposed new Constitution and Statutes are also available for inspection at the Chapter Clerk's Office at 8-9 Minster Yard, York, YO1 7HH during normal office hours on Mondays to Fridays.

Anyone who wishes to comment on the proposed new Constitution and Statutes, either by

- (i) indicating their approval for the changes, or
- (ii) drawing to the attention of the Cathedral Council (the body responsible for putting the provisions of the Measure into effect for York Minster),
 - a. any matters that they believe have been overlooked, or
 - b. any errors that they believe have occurred, or
 - c. any omissions that they believe have occurred

should send their comments by email to chapterclerk@yorkminster.org.

Responses must be received by 2.00pm on Friday 16th September 2022.

All comments and representations will be considered and responded to, as is required under Section 32 of the Cathedrals Measure 2021.

What happens then?

Following the consultation, the Cathedral Council and the Chapter will receive the consultation feedback. After considering the feedback, the Chapter will inform the Church Commissioners and Charity Commission of any changes it wishes to make to the C&S and then seek final approval from both of those statutory regulators for the new C&S to be brought into effect.

We anticipate that the new C&S will be in place by late autumn 2022 and that the Cathedral will be registered as a charity with the Charity Commission by the beginning of 2023.

Thank you for your interest in York Minster and for your participation in this consultation.

A handwritten signature in black ink, reading "Michael Smith". The signature is written in a cursive, flowing style.

Canon Michael – Pastor and Acting Dean

CATHEDRALS MEASURE 2021



CONSTITUTION & STATUTES

Revised with effect from []

THE CONSTITUTION

In the Name of God, Amen. The Metropolitan and Cathedral Church of St. Peter in York has been governed according to several constitutions and statutory requirements during its history, a succession of ancient and original models, first consolidated at the start of the twelfth century, each drawn up according to law and subject to the Sovereigns of this Realm. A new Constitution and new Statutes, which came into effect on [], were drawn up under the terms of the Cathedrals Measure 2021 and superseded the instruments effective since the implementation of the Cathedrals Measure 1999.

Introductory

Cathedral's ecclesiastical purpose

1. A person or body on whom a function is conferred by or under the Cathedrals Measure 2021 (referred to in this Constitution as “the Measure”) must, in exercising that function, have due regard to—
 - (a) the fact that the Cathedral is the seat of the Archbishop and a centre of worship and mission, and
 - (b) the importance of the Cathedral's role in providing a focus for the life and work of the Church of England in the Diocese.

The Chapter

Establishment and governance

2.
 - (1) There continues to be a body called the Chapter.
 - (2) The body corporate established by virtue of section 9(1)(a) of the Cathedrals Measure 1999 continues to exist and consists only of the Chapter.
 - (3) The members of the Chapter (see Article 4 below) have the general control and management of the administration of the Cathedral and, accordingly, are the charity trustees of the Chapter for the purposes of the Charities Act 2011 following the commencement of the charity provisions under section 53(6) of the Measure in relation to the Cathedral.

Objects

3.
 - (1) The objects of the Chapter are—
 - (a) to advance the Christian religion in accordance with the faith and practice of the Church of England, in particular by furthering the mission of the Church of England;
 - (b) to care for and conserve the fabric and structure of the Cathedral Church building;
 - (c) to advance any other charitable purposes which are ancillary to the furtherance of the purpose referred to in sub-paragraph (a) or (b).
 - (2) In paragraph (1)—

“the mission of the Church of England” means the whole mission of the Church of England, pastoral, evangelistic, social and ecumenical;

“Cathedral Church building” means the buildings within the ecclesiastical exemption for the Cathedral;

“charitable purposes” means purposes within section 2(1) of the Charities Act 2011.

- (3) In furthering the objects set out in paragraph (1), the Chapter must act for the public benefit within the meaning of section 4(3) of the Charities Act 2011.

Membership: general

4. (1) The members of the Chapter are—
- (a) the Dean
 - (b) the Residentiary Canons, and
 - (c) whichever other persons are appointed in accordance with this Constitution.
- (2) The executive members of the Chapter are—
- (a) the Dean, and
 - (b) each Residentiary Canon who carries out cathedral duties (see further paragraph 1(3) of Schedule 1 to the Measure).
- (3) The other members of the Chapter are the non-executive members.
- (4) The Chapter must have more non-executive members than executive members.
- (5) At least two-thirds of the non-executive members must be lay persons.
- (6) The Chapter must have at least eight members but no more than twelve or such larger number as is necessary to comply with paragraph (4).

Membership: non-executives

5. (1) The Archbishop, after consulting the Chapter, must appoint one of the non-executive members of the Chapter who is not a Residentiary Canon.
- (2) The non-executive member appointed under paragraph (1) is, by virtue of that appointment, the Senior Non-Executive Member of the Chapter.
- (3) The members of the Chapter must appoint the other non-executive members of the Chapter who are not Residentiary Canons; but each appointment under this paragraph requires the prior approval of the Archbishop.
- (4) A non-executive member of the Chapter may not be appointed for a term exceeding three years; but, subject to paragraph (5), a non-executive Chapter member may be reappointed.
- (5) A non-executive member of the Chapter who has served three consecutive terms of office is not eligible to be appointed as a non-executive member of the Chapter again until at least one year has passed since they last ceased to hold office as a non-executive member of the Chapter.

Membership: eligibility

6. (1) A person aged under 16 is not eligible to be a member of the Chapter.
- (2) A chief officer is not eligible to be a member of the Chapter.
- (3) A person who is disqualified as referred to in section 36 of the Measure (safeguarding) or in paragraph 2(1) of Schedule 1 to the Measure (charity trustee) is not eligible to be a member of the Chapter.

- (4) A person is eligible to be a non-executive member of the Chapter only if the person is—
 - (a) an actual communicant (within the meaning given in Rule 83(2) of the Church Representation Rules), or
 - (b) a communicant member of a Church which is not in communion with the Church of England but subscribes to the doctrine of the Holy Trinity.
- (5) A majority of the non-executive members must come within paragraph (4)(a).
- (6) At least one non-executive member must have recent and relevant financial experience.

Resignation or removal of non-executive Chapter members

- 7. (1) A non-executive member of the Chapter (other than the one appointed by the Archbishop) may resign the office by giving notice in writing to the Dean and the chief officers.
- (2) The non-executive member of the Chapter appointed by the Archbishop may resign the office by giving notice in writing to the Archbishop, the Dean and the chief officers.
- (3) A resignation under this Article takes effect—
 - (a) on the date specified in the notice, or
 - (b) if no date is specified in the notice, five working days after the day on which the notice is sent (or, if it is sent to different persons on different days, the later or latest of those days).
- (4) A non-executive member of the Chapter will cease to be a Chapter member with immediate effect if—
 - (a) they die; or
 - (b) they cease to be eligible for Chapter membership by virtue of Article 6(2) or 6(3) above; or
 - (c) their term of office expires without their appointment to the Chapter being renewed at that point in accordance with Article 5(4) above.
- (5) Subject to this Article 7, the terms on which a non-executive member holds and vacates office are those set out in the member's appointment for the purposes of paragraph 3 of Schedule 1 to the Measure.

Chapter member benefits and conflicts of interest

- 8. (1) A member of the Chapter is permitted to receive only those emoluments and expenses which are permitted by paragraph 4 of Schedule 1 to the Measure.
- (2) The Chapter must adopt (and may from time to time revise) a policy for managing conflicts of interest; the policy must include guidance for, and must set out the procedures to be followed by, every member of the Chapter, every member of a committee or sub-committee, and every employee of the Chapter.
- (3) A member of the Chapter must declare any interest (direct or indirect)—
 - (a) which the member may have in a proposed transaction or arrangement with the Chapter, or
 - (b) which the member may have in a transaction or arrangement with the Chapter but which the member has not already declared.

- (4) If a conflict arises for a member of the Chapter out of an interest of the kind referred to in paragraph (3) or because the member owes a duty of loyalty to another person, body or organisation, the other members of the Chapter may authorise the conflict if they agree that doing so is in the best interests of the Chapter.
- (5) Where a conflict is authorised under paragraph (4), the member in question is not entitled to attend, and does not count as part of the quorum or vote at any part of, a meeting at which there is discussion about the conflict or the proposed or actual transaction or arrangement giving rise to it.

Functions

- 9.** (1) The Chapter must direct and oversee the administration of the affairs of the Cathedral; and in performing that duty, the Chapter must in particular—
- (a) order the worship of the Cathedral and promote its mission;
 - (b) formulate, after consulting the Archbishop, proposals relating to the general direction and mission of the Cathedral;
 - (c) prepare an annual budget for the Chapter;
 - (d) prepare an annual report for the Chapter and annual accounts for audit and subsequent approval;
 - (e) keep under review this Constitution and the Statutes; and
 - (f) manage the property which is vested in the Chapter and the income accruing from it and, in particular, ensure that any necessary repairs and maintenance in respect of the Cathedral and its contents and other buildings and monuments are carried out.
- (2) The Chapter must, within ten months of the end of its financial year, send a copy of its accounts and annual report to the Church Commissioners, the Archbishop and the Charity Commission.
- (3) The Chapter has the powers relating to investment and other uses of money which are set out in section 24 of the Measure.
- (4) The Chapter is not permitted to use the power conferred by section 292B of the Charities Act 2011 (social investment power).

Statutes

- 10.** (1) The Statutes of the Chapter provide for the good government of the Cathedral.
- (2) The provisions in the Statutes must be consistent with the Measure and with this Constitution.

Safeguarding

- 11.** (1) The Archbishop has power under section 37 of the Measure to suspend a member of the Chapter on grounds relating to the safeguarding of children and vulnerable adults.
- (2) A person who is suspended under section 37 of the Measure has a right of appeal under section 38 of the Measure against the suspension.
- (3) For so long as section 5 of the Safeguarding and Clergy Discipline Measure 2016 remains in force for the purposes of any guidance issued by the House of Bishops on matters relating to the safeguarding of children and vulnerable adults, the Chapter is required by that section to have due regard to that guidance.

- (4) The Chapter is required by section 5A of the Safeguarding and Clergy Discipline Measure 2016 to comply with requirements imposed on it by the code of practice issued by the House of Bishops on safeguarding children and vulnerable adults.
- (5) The Dean has the responsibilities referred to in Article 18(2)(f) below in relation to the safeguarding of children and vulnerable adults.

Chapter meetings

- 12.** (1) Meetings of the Chapter are to be chaired by—
- (a) the Dean, or
 - (b) if the Dean is absent, the Senior Non-Executive Member, or
 - (c) if the Dean and the Senior Non-Executive Member are both absent, a non-executive member who has been chosen by the members of the Chapter.
- (2) But the Senior Non-Executive Member is not entitled to chair a meeting of the Chapter if a person appointed as Interim Dean is carrying out functions of the Dean (unless that person is absent), in which case such Interim Dean shall chair the meeting.
- (3) The Chapter must hold at least five meetings in each financial year to enable the efficient transaction of its business.
- (4) The Dean, the Senior Non-Executive Member, or one-half of the members of the Chapter excluding the Dean and the Senior Non-Executive Member, may at any time call a meeting of the Chapter by giving written notice of the meeting to each member of the Chapter and to the chief officers.
- (5) Notice under paragraph (4) must be given at least seven days before the day on which the meeting is due to be held unless—
- (a) each member of the Chapter agrees to waive that requirement for the meeting concerned, or
 - (b) urgent or exceptional circumstances justify a shorter period of notice.
- (6) Where a member of the Chapter participates in a meeting of the Chapter by means of a conference call or other facility which enables everyone taking part in the meeting to hear each other, the participation by that member in that way is to be treated as being present at the meeting; and the member is accordingly to be counted for the purpose of working out whether there is a quorum and is entitled to vote at the meeting.
- (7) Where there is a meeting of the Chapter at which one or more members are present in the way described in paragraph (6), the meeting is to be documented as being held—
- (a) at the place at which there is the largest number of members present (including in the way described in paragraph (6)) or,
 - (b) if there is no one place which meets that description, at the place at which the chair of the meeting is present.
- (8) The quorum of the Chapter is two-thirds of its members rounded down to the nearest whole number and must include at least one executive member and at least two non-executive members.
- (9) A decision at any meeting is to be taken by a majority vote of members present at the meeting (including in the way described in paragraph (6)).
- (10) If there is a tied vote at a meeting of the Chapter being chaired by the Dean, the Dean has a second, casting vote.

- (11) The chief officers must attend each meeting of the Chapter unless the Chapter 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 Chapter, may speak but may not vote.
- (12) The Chapter members shall cause minutes to be made of—
 - (a) all appointments of non-executive Chapter members made by the Chapter in accordance with Article 5(3) above;
 - (b) the names of Chapter members present at each meeting;
 - (c) all resolutions and proceedings of all meetings; and
 - (d) all decisions taken pursuant to Article 13(4) below.
- (13) Any minutes of any meeting, if purporting to be signed by the chair of that meeting, or by the chair of the next succeeding meeting, shall be sufficient evidence without further proof of the facts stated in such minutes.
- (14) Minutes prepared pursuant to paragraph (13), or extracts thereof, may at the Chapter's discretion be provided to interested parties.
- (15) Where a Chapter member is suspended in accordance with Article 11(1) above or otherwise, that person shall not, for so long as they are suspended—
 - (a) attend any meeting of the Chapter or any committee or sub-committee meeting of the Chapter or take part in Chapter business; and
 - (b) where there are any circumstances connected to their suspension which could undermine confidentiality, receive or have access to papers for Chapter meetings taking place (but in all other circumstances may receive Chapter papers).

Decisions without a meeting

- 13.**
- (1) A resolution in writing signed by a majority of the members of the Chapter is as valid and effective as if it had been passed at a meeting of the Chapter duly convened and held and shall be treated as having been passed on the date at which the last member required to vote in favour of such resolution signifies their agreement to it in accordance with paragraph (2).
 - (2) A member of the Chapter may signify agreement to a proposed written resolution—
 - (a) by signing a hard copy,
 - (b) by email sent from the email address which the member usually uses in connection with the affairs of the Chapter, or
 - (c) if the Chapter has approved the use of some other electronic means for this purpose, by that electronic means.
 - (3) The Chapter is to be treated as taking a majority decision on a matter if a majority of the members indicate to each other by electronic means that they share a common view on the matter.
 - (4) A decision taken in the way described in paragraph (3) must be duly reported and minuted at the next meeting of the Chapter.
 - (5) A decision taken in the way described in paragraph (3) may (but need not) take the form of a written resolution passed in accordance with paragraph (1).

Special Chapter meeting with the Archbishop

14. (1) The Chapter must each year hold a special meeting at which—
- (a) it must consult the Archbishop on the general direction and mission of the Cathedral, and
 - (b) the Archbishop may seek the advice of the Chapter on any particular matter.
- (2) Before deciding who to invite to a special meeting under paragraph (1) (apart from the members of the Chapter and the Archbishop), the Chapter must consult the Archbishop.

The Seal

15. (1) The application of the Chapter's seal must be authenticated by two authorised persons, at least one of whom must be a member of the Chapter; and a person is "authorised" for this purpose if the person is an executive member of the Chapter or a chief officer.
- (2) A document purporting to be duly executed under the Chapter's seal is to be received in evidence and, unless the contrary is proved, taken to be so executed.

Office holders

The Archbishop

16. (1) The Archbishop continues to have the principal seat and dignity in the Cathedral.
- (2) The Archbishop may, after consultation with the Chapter and subject to provision in the Statutes, officiate in the Cathedral and use it in their work of teaching and mission, for consecrations, ordinations, convocations and synods and for other diocesan, provincial and national occasions and purposes.
- (3) The Archbishop may seek the advice of the Chapter on any matter.
- (4) The Archbishop may commission a review of any aspects of the Cathedral's financial affairs, governance, management, operations or mission which the Archbishop considers necessary or appropriate.

The Visitor

17. (1) The Archbishop continues to be Visitor of the Cathedral and, accordingly, continues to have the jurisdiction as Visitor that is inherent to the office of Archbishop.
- (2) The Archbishop as Visitor must determine any question which arises on the construction of this Constitution or the Statutes.
- (3) The Archbishop may hold a visitation of the Cathedral—
- (a) when the Archbishop considers it necessary or desirable to do so, or
 - (b) when requested to do so by the Chapter.
- (4) In the course of a visitation, the Archbishop may give such directions to the Chapter, the holder of an office in the Cathedral or a person employed by the Chapter or engaged to provide services in connection with the Cathedral as will, in the opinion of the Archbishop, better serve the due observance of this Constitution and the Statutes.
- (5) The Archbishop as Visitor must determine any question which arises on the nature of the cathedral duties that are carried out by any particular Residentiary Canon.

- (6) The Archbishop has the duty under section 10(6) of the Measure to have due regard, in the exercise of functions as Visitor, to any guidance issued by the Church Commissioners in relation to the Visitor's functions.
- (7) A person on whom a function is conferred by this Constitution or by the Statutes must, in exercising that function, act in accordance with any determination or any direction made by the Archbishop under this Article.

The Dean

- 18.** (1) The Dean is appointed by the Sovereign.
- (2) The Dean, as the principal dignitary of the Cathedral next after the Archbishop, must on behalf of the Chapter govern and direct the life and work of the Cathedral; and in performing that duty, the Dean must in particular—
- (a) ensure that Divine Service is duly performed in the Cathedral;
 - (b) ensure that this Constitution and the Statutes are faithfully observed;
 - (c) oversee the work undertaken by the clergy and staff of the Cathedral in relation to the Cathedral;
 - (d) maintain good order and proper reverence in the Cathedral;
 - (e) secure the pastoral care of all members of the Cathedral community;
 - (f) provide leadership on matters relating to the safeguarding of any children or vulnerable adults who work, volunteer or worship in the Cathedral or who visit the Cathedral; and
 - (g) take all decisions necessary for dealing with an emergency affecting the Cathedral, pending consideration of the matter by the Chapter.
- (3) None of the following may be done without the consent of the Dean—
- (a) altering the ordering of services in the Cathedral;
 - (b) settling the Chapter's budget; or
 - (c) implementing a decision taken by the Chapter in the Dean's absence.
- (4) In the case of a decision taken by the Chapter on a matter other than the matters mentioned in paragraph (3)(a) and (b), the Dean is to be taken as having given consent for the purposes of paragraph (3)(c) after the expiry of one month beginning with the day after that on which the decision was taken.
- (5) But paragraph (4) does not apply if, during the one-month period referred to in that paragraph, the Dean asks the Chapter to reconsider the decision at its next meeting; and the decision is to be taken by a majority vote of those present and voting at the meeting.
- (6) The Dean is, in respect of functions relating to the Cathedral, accountable to the Chapter in accordance with arrangements made by the Chapter.

Interim Dean

- 19.** If the office of Dean is vacant or the Dean is unable to carry out functions because of illness or absence or for any other reason, the Archbishop must appoint a person to carry out the functions concerned during the period concerned in accordance with section 13 of the Measure on such terms and for such period as the Archbishop may determine and, where a person is appointed as an Interim Dean, references in this Constitution and the Statutes to the Dean are to be read as references to the Interim Dean.

Residentiary Canons

- 20.** (1) The Residentiary Canons are appointed, after consultation with the Dean and with the Chapter, by the Archbishop.
- (2) The Archbishop must, with the approval of the Dean, appoint each Residentiary Canon who is not appointed by the Crown.
- (3) At least two full-time equivalent Residentiary Canons must be engaged exclusively on cathedral duties.
- (4) A Residentiary Canon is a canon of the Cathedral for the purposes of Article 32(3)(c) below.
- (5) The number of Residentiary Canons shall not exceed five at any one time.
- (6) Four Residentiary Canons may, at the request of the Chapter, be appointed by the Archbishop to hold the Major Dignities, in alphabetical order, of Chancellor, Missioner, Pastor and Precentor. Those appointed to these offices shall be persons able to represent and interpret the Chapter's policy and in accordance with that policy to direct and oversee, as appropriate, such areas of work in the Cathedral as the Chapter may from time to time determine.
- (7) No Residentiary Canon shall, save with the consent of the Chapter, and of the Archbishop, and in so far as is lawful, hold any benefice with cure of souls in conjunction with their canonry, nor accept any other position considered by the Archbishop to be incompatible with the duties of a Residentiary Canon.

Non-Residentiary Canons

- 21.** (1) (a) Not more than 20 Non-Residentiary Canons shall be appointed from among persons who are Clerks in Holy Orders.
- (b) The Non-Residentiary Canons shall be either—
- (i) Clerks in Holy Orders appointed as non-executive members of the Chapter under Article 5(1) or 5(3) above, or
- (ii) Clerks in Holy Orders who are beneficed or licensed in the Diocese and who are appointed as Non-Residentiary Canons by the Archbishop.
- (c) A Non-Residentiary Canon who is appointed to the Chapter by the Archbishop under Article 5(1) above shall, subject to Article 4(5) and Article 5(5) above and to Article 4 of the Statutes, hold office for a term of three years and shall be eligible for re-appointment for a further term or terms of three years at the discretion of the Archbishop.
- (d) A Non-Residentiary Canon who is appointed to the Chapter by the Chapter under Article 5(3) above shall, subject to Article 4(5) and Article 5(5) above and to Article 4 of the Statutes, hold office for a term of three years and shall be eligible for re-appointment for a further term or terms of three years at the discretion of the Chapter.
- (e) A Non-Residentiary Canon who is not appointed to the Chapter shall hold and vacate their canonry in accordance with the provisions of Article 4 of the Statutes.
- (2) A person appointed as a Non-Residentiary Canon is a canon of the Cathedral for the purposes of Article 32(3)(c) below.

Lay Canons

- 22.** (1) (a) Not more than 12 Lay Canons shall be appointed from among persons who are not in Holy Orders.
- (b) The Lay Canons shall be either—
- (i) lay persons appointed as non-executive members of the Chapter under Article 5(1) or 5(3) above, or
- (ii) lay persons who are actual communicants and whose names are on the church electoral roll of a parish in the Diocese or on the Worshipping Community Roll of the Cathedral maintained under Article 31(1) below and who are appointed as Lay Canons by the Archbishop.
- (c) A Lay Canon who is appointed to the Chapter by the Archbishop under Article 5(1) above shall, subject to Article 5(5) above and to Article 4 of the Statutes, hold office for a term of three years and shall be eligible for re-appointment for a further term or terms of three years at the discretion of the Archbishop.
- (d) A Lay Canon who is appointed to the Chapter by the Chapter under Article 5(3) above shall, subject to Article 5(5) above and to Article 4 of the Statutes, hold office for a term of three years and shall be eligible for re-appointment for a further term or terms of three years at the discretion of the Chapter.
- (e) A Lay Canon who is not appointed to the Chapter shall hold and vacate their canonry in accordance with the provisions of Article 4 of the Statutes.
- (2) A person appointed as a Lay Canon is a canon of the Cathedral for the purposes of Article 32(3)(c) below.

Senior management and other appointments

Chief officers

- 23.** (1) The Chapter must appoint persons to undertake administration in the Cathedral through carrying out the role of a Chief Operating Officer and the role of a Chief Finance Officer.
- (2) The Chapter is entitled to appoint the same person to carry out each of those roles, if each one is to be carried out on a part-time basis.

Architect or Surveyor

- 24.** (1) The Chapter must appoint an Architect or Surveyor of the Fabric of the Cathedral.
- (2) A person may not be appointed under paragraph (1) unless that person has whatever qualifications and expertise in matters relating to the conservation of historic buildings and other matters the Chapter considers appropriate.
- (3) Before making a decision about the qualifications and expertise required for the purposes of paragraph (2), the Chapter must consult—
- (a) the Cathedrals Fabric Commission for England, and
- (b) whichever other persons or bodies the Chapter considers appropriate.

Auditor

- 25.** The Chapter must appoint an Auditor for the Chapter for each financial year and decide the level of remuneration for the Auditor so appointed.

Director of Music

26. (1) The Chapter must appoint a Director of Music to supervise music in the Cathedral.
- (2) The Chapter may appoint another person, an Assistant Director of Music, to be employed in such duties as the Chapter may from time to time determine, and such other assistants as the Chapter may deem necessary.

Committees

Nominations and Development Committee

27. (1) There is to be a Nominations Committee established pursuant to section 15 of the Measure. The Committee shall be known in the Cathedral (and is referred to in this Constitution and the Statutes) as “the Nominations and Development Committee”.
- (2) The Chapter must appoint the members and chair of the Nominations and Development Committee.
- (3) The composition, functions and proceedings of the Nominations and Development Committee are set out in the Statutes (except in so far as provision is made for those matters in section 15 of the Measure).
- (4) The terms of reference provided by the Chapter for the Nominations and Development Committee may set out the matters relating to composition, functions and proceedings which are set out in the Statutes as well as any supplementary matters in accordance with the Measure.

Finance Committee

28. (1) There is to be a committee known as “the Finance Committee”.
- (2) The Chapter must appoint the members and chair of the Finance Committee.
- (3) The terms of reference provided by the Chapter for the Finance Committee may set out the matters relating to composition, functions and proceedings which are set out in the Statutes as well as any supplementary matters in accordance with the Measure.

Audit and Risk Committee

29. (1) There is to be a committee known as “the Audit and Risk Committee”.
- (2) The Chapter must appoint the members and chair of the Audit and Risk Committee.
- (3) The terms of reference provided by the Chapter for the Audit and Risk Committee may set out the matters relating to composition, functions and proceedings which are set out in the Statutes as well as any supplementary matters in accordance with the Measure.

Other committees

30. (1) The Chapter may from time to time establish committees or sub-committees of the Chapter.
- (2) Any committee or sub-committee so established may include persons who are not members of the Chapter.
- (3) The composition, chairing and proceedings of any such committees or sub-committees are set out in the Statutes.
- (4) The terms of reference provided by the Chapter for each committee and sub-committee set up pursuant to section 17 of the Measure may set out the matters relating to

composition, functions and proceedings which are set out in the Statutes as well as any supplementary matters in accordance with the Measure.

Community roll

Community roll

- 31.** (1) The Chapter must form and maintain a roll (referred to in this Constitution as the “Worshipping Community Roll”) which contains the name of each person—
- (a) who is baptised,
 - (b) who is aged 16 or over,
 - (c) who has made one of the following two declarations, and
 - (d) whose application for enrolment for the purposes of section 6(1) of the Measure has been granted.
- (2) The first declaration is that the person—
- (a) is a member of the Church of England or of a Church in communion with it, and
 - (b) has habitually attended public worship at the Cathedral during the preceding six months.
- (3) The second declaration is that the person—
- (a) is a member in good standing of a Church which is not in communion with the Church of England but subscribes to the doctrine of the Holy Trinity,
 - (b) is also a member of the Church of England, and
 - (c) has habitually attended public worship at the Cathedral during the preceding six months.
- (4) The Chapter may form and maintain a roll (referred to in this Constitution as the “non-worshipping community roll”) which contains the name of each person—
- (a) who is not eligible for inclusion on the Worshipping Community Roll, but
 - (b) who is a member of the cathedral community, and
 - (a) whose application for enrolment for the purposes of section 6(4) of the Measure has been granted.

The College of Canons

Establishment

- 32.** (1) There continues to be a body called the College of Canons.
- (2) The College of Canons is independent of the Chapter and neither the College nor its members (in their capacity as such) form part of the body corporate of the Cathedral.
- (3) The members of the College of Canons are—
- (a) the Dean who shall be the President,
 - (b) every suffragan bishop of the Diocese,
 - (c) every canon of the Cathedral, and
 - (d) every archdeacon of the Diocese.

- (4) In paragraph (3)(c), “canon” includes a Lay Canon and a Non-Residentiary Canon but not a minor canon; and “Non-Residentiary Canon” includes a prebendary who is not a Residentiary Canon.
- (5) The College of Canons has the functions conferred by the Appointment of Bishops Act 1533 on the body referred to in that Act as the dean and chapter of the Cathedral.
- (6) The College of Canons has the following functions—
 - (a) to receive and consider the annual report and audited accounts of the Chapter; and
 - (b) to discuss such matters concerning the Cathedral as may be raised by any of its members or referred to it for discussion by the Chapter.

Amendments to Constitution

Amendments

- 33.** The procedure for making amendments to this Constitution is set out in sections 31 to 34 of the Measure.

Interpretation

Interpretation

- 34.** (1) In this Constitution—
- “the Archbishop” means the Archbishop of York (but see paragraph (2));
 - “the Cathedral” means the Metropolitan and Cathedral Church of St. Peter in York;
 - “child” means a person aged under 18;
 - “the Diocese” means the diocese of York and “diocesan” is to be read accordingly;
 - “electronic means” has the meaning given to it in section 1168 of the Companies Act 2006;
 - “the Measure” means the Cathedrals Measure 2021;
 - “the Statutes” mean the statutes of the Cathedral adopted pursuant to the Measure and as revised from time to time;
 - “non-worshipping community roll” has the meaning given in Article 31(4) above;
 - “Senior Non-Executive Member” means a person appointed to the Chapter in accordance with Article 5(1) and (2);
 - “vulnerable adult” has the same meaning as in the Safeguarding and Clergy Discipline Measure 2016;
 - “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;
 - “Worshipping Community Roll” has the meaning given in Article 31 above.
- (2) Where the functions of the Archbishop 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 this Constitution to the Archbishop are to be read as references to that other bishop.

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- (3) A reference in this Constitution to a provision of a Measure or of an Act of Parliament is to be read as a reference to that provision as for the time being amended, extended or applied by or under any other such provision.
- (4) Words importing any gender shall include all genders.
- (5) Subject to that, the Interpretation Act 1978 applies to this Constitution.

Revocation

Revocation

- 35.** The Constitution of the Cathedral made on 29 June 2018 ceases to have effect.

THE STATUTES

Office holders

The Archbishop

1. (1) The Archbishop has the principal seat and dignity in the Cathedral.
- (2) The Archbishop may, after consultation with the Chapter and subject to the following provisions, officiate in the Cathedral and use it in their work of teaching and mission, for consecrations, ordinations, convocations and synods and for other diocesan, provincial and national occasions and purposes.
- (3) The Archbishop may—
 - (a) preside and preach at the principal service of Holy Communion in the Cathedral on Christmas Day and Easter Day;
 - (b) upon at least six months' notice to the Dean, preach at any occasion in the Cathedral when custom provides that there shall be a sermon;
 - (c) preach at or appoint the preacher at consecration and ordination services in the Cathedral;
 - (d) preside at any celebration of the Holy Communion in the Cathedral at which the Archbishop is present; and
 - (e) pronounce the blessing at any service in the Cathedral at which the Archbishop is present.
- (4) The Archbishop may confer upon not more than six persons worthy of distinction by reason of their service to the Church of England in the Province of York, but not necessarily resident in the said Province, the title of Canon Provincial. A holder of the said title may be lay or clerical. The said title shall be conferred for a term of three years which may be renewed for a further term or terms of three years at the Archbishop's discretion. A holder of the said title shall be entitled to a seat of honour at any service in the Cathedral but no other dignity or precedence. The Archbishop may confer upon a person who ceases to hold the said title the title of Canon Provincial Emeritus. The holder of any title conferred under this paragraph (4) shall not be a Canon of York or a canon for the purposes of the Measure or a canon of the Cathedral for the purposes of Article 32(3)(c) of the Constitution.
- (5) The Archbishop may, at the request of the Chapter, appoint for a specified period of years, a distinguished lay person to hold the honorary office of High Steward of York Minster, whose duties shall be to promote public and financial support for the restoration and preservation of the fabric of the Cathedral. The High Steward shall secure the prior approval of the Chapter before engaging in any matter relating to the policy or organisation of the Cathedral.

The Dean

2. (1) The Dean is the principal dignitary of the Cathedral, next after the Archbishop.
- (2) It pertains to the office of Dean to induct, install and enthrone the Archbishop.
- (3) It pertains to the office of Dean to admit and install members of the Chapter and the College of Canons unless the Dean determines otherwise. Following collation by the

Archbishop, each member of the College of Canons shall be received in the Chapter House by the Dean in the prescribed manner, assigned a seat in the Chapter House and installed in the Quire.

The Chapter: general

Corporate and spiritual life

3. The Chapter shall endeavour to foster and to sustain its own corporate and spiritual life, in order that the Chapter collectively and each of its members individually may be effective in their work of promoting the mission of the Church in the Diocese and in the Province.

The Canons of York

4. (1) The Residentiary Canons, Non-Residentiary Canons and Lay Canons of the Cathedral are by ancient custom styled Canons of York. No rights are conferred by this title other than those assigned by the Measure or by the Constitution or by these Statutes.
- (2) There shall be not more than 36 Canons of York.
- (3) The Archbishop shall confer a prebend upon each Canon of York. No rights are conferred by this title other than those assigned by the Measure or by the Constitution or by these Statutes. The prebends are the prebends of Ampleforth, Apesthorpe, Barnby, Bilton, Bole, Botevant, Bramham, Bugthorpe, Drifffield, Dunnington, Fenton, Fridaythorpe, Givendale, Grindal, Holme, Husthwaite, Knaresborough, Langtoft, Laughton-en-le-Morthen, Masham, Newthorpe, North Newbald, Salton, South Cave, South Newbald, Osbaldwick, Riccall, Stillington, Strensall, Tockerington, Ulleskelf, Warthill, Weighton, Wetwang, Wistow, and Wilton.
- (4) The prebends of, in alphabetical order, Dunnington, Laughton-en-le-Morthen, Osbaldwick and Tockerington shall be conferred upon and held solely by Residentiary Canons.
- (5) (a) A person appointed to a canonry in express conjunction with appointment as a member of the Chapter or with any other office or duty, whether that office or duty be exercised or performed in the Cathedral or elsewhere, shall vacate that canonry and cease to hold any prebend automatically and without execution of any instrument of resignation on ceasing to hold such appointment, office or duty.
- (b) A Non-Residentiary Canon who subsequently during their tenure of that canonry is appointed as a Residentiary Canon shall, if the Archbishop so requires, exchange their prebend for one of those listed in paragraph (4) and, on vacating the residentiary canonry, shall automatically vacate the canonry and cease to hold any prebend.
- (6) Except as provided in paragraph 5(b), and subject to the following provisions of this Article, a Non-Residentiary Canon or Lay Canon who is appointed to a canonry otherwise than in express conjunction with any other office or duty shall not be required to vacate their canonry by virtue of ceasing to hold any particular other office or duty.
- (7) Subject to paragraph 5(a), a Non-Residentiary Canon shall vacate their canonry and cease to hold any prebend automatically and without execution of any instrument of resignation:

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- (a) on being collated to be an Archdeacon, or installed as a Dean, or on being consecrated to be a Bishop in the Church of England; or
 - (b) on ceasing to be beneficed to a parochial benefice in the Diocese or on ceasing to hold the Archbishop's licence in the Diocese, or
having attained seventy years of age, on such a date as the Archbishop may by written direction specify after consultation with the Dean,
whichever shall occur first.
- (8) A Non-Residentiary Canon who is appointed to the Chapter shall vacate their canonry and cease to hold any prebend automatically on the expiry of the term of years for which that person was appointed if the term is not renewed under Article 21(1)(c) or 22(1)(d) of the Constitution.
 - (9) A Lay Canon who is appointed to the Chapter shall vacate their canonry and cease to hold any prebend automatically on the expiry of the term of years for which that person was appointed if the term is not renewed under Article 22(1)(c) or 22(1)(d) of the Constitution.
 - (10) A Lay Canon who is not appointed to the Chapter shall hold their canonry and any prebend for a term of three years and shall be eligible for re-appointment for a further term or terms of three years at the discretion of the Archbishop.
 - (11) A Lay Canon who is not appointed to the Chapter shall vacate their canonry and cease to hold any prebend automatically on ceasing to have their name on the church electoral roll of a parish in the Diocese or on the Worshipping Community Roll of the Cathedral maintained under Article 31(1) of the Constitution unless the Archbishop otherwise determines.
 - (12) A Lay Canon shall vacate their canonry and cease to hold any prebend automatically on being ordained.
 - (13) A Canon of York shall seek to contribute to the corporate life of the Cathedral and to promote its mission and service.

Nominations and Development Committee

Composition etc.

- 5. (1) There is to be a Nominations Committee established under Article 27 of the Constitution pursuant to section 15 of the Measure. The Committee shall be known in the Cathedral (and is referred to in the Constitution and these Statutes) as “the Nominations and Development Committee”.
- (2) The Nominations and Development Committee must have at least four members.
- (3) 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.
- (4) It is for the Chapter to appoint the chair of the Committee; but that person may not be an executive member of the Chapter.
- (5) 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 eligible to do so vote in favour of the removal (either at a meeting or in writing).

- (6) A member of the Committee holds office as such for a term of up to three years and may be reappointed; but a member who has served three consecutive terms is not eligible for appointment as a member, until at least one year has passed since the member last ceased to hold office as such.
- (7) If, at the invitation of the Committee, a chief officer or any member of the Chapter 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.

Functions

- 6. (1) The Nominations and Development Committee must advise the Chapter on—
 - (a) the recruitment of non-executive members of the Chapter,
 - (b) the recruitment of members of committees of the Chapter,
 - (c) the selection of prospective candidates to be nominated or appointed by the Chapter to any educational establishment or other legal entity external to the Cathedral in respect of which the Chapter has any power of nomination or appointment, and
 - (d) the training needs of members of the Chapter.
- (2) The Nominations and Development 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 and Development Committee itself), 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 and Development Committee must liaise and co-operate with each other committee of the Chapter.
- (4) The Nominations and Development Committee must recommend to the Archbishop candidates for the role of Senior Non-Executive Member.

Proceedings

- 7. (1) It is for either of the chief officers, at the request of the chair of the Nominations and Development 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 invited to attend the meeting by virtue of Article 5(7) above, at least five 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 5(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, 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 members, at least one of whom must be a non-executive member of the Chapter.
- (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.
- (9) Article 13 of the Constitution (Decisions without a meeting) apply to a meeting of the Committee as they apply to a meeting of the Chapter.

Reporting

8. (1) The Committee shall cause minutes to be made of:
- (a) the names of Committee members present at each meeting; and
 - (b) all resolutions and proceedings at all meetings.
- (2) A draft of the minutes of each meeting of the Nominations and Development Committee must be circulated promptly to each member of the Committee for approval.
- (3) Once the minutes of a meeting of the Committee are approved, the minutes (which may be in a redacted form if the Committee considers it appropriate)—
- (a) must be sent to every member of the Chapter, and
 - (b) may be sent to such other persons as the Committee thinks appropriate.
- (4) The Chapter must consider any matters arising from the minutes of a meeting of the Committee.

Terms of reference

9. The Chapter has the power under section 15(8) of the Measure to set terms of reference for the Nominations and Development 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.

10. (1) The Finance Committee must have at least five 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, following consultation with the Nominations and Development 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. The non-executive member of the Chapter so appointed shall, for the duration of their appointment as the chair of the Committee, hold the *ex officio* title of Canon Treasurer.

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- (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 eligible to do so vote in favour of the removal (either at a meeting or in writing).
- (5) A member of the Committee holds office as such for a term of up to three years and may be reappointed; but a member who has served three consecutive terms is not eligible for appointment as a member, until at least one year 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, they 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

- 11. (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

- 12. (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 three times 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 required to attend the meeting by virtue of Article 10(6) or 10(7) above, at least five 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 10(8) or 10(9) 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 four members, at least one of whom must be a non-executive member of the Chapter.
- (8) Articles 12(6) and 12(7) of the Constitution (remote participation) apply to a meeting of the Committee as they apply to a meeting of the Chapter.
- (9) Article 13 of the Constitution (Decisions without a meeting) apply to a meeting of the Committee as they apply to a meeting of the Chapter.

Reporting

- 13.** (1) The Committee shall cause minutes to be made of:
- (a) the names of Committee members present at each meeting; and
 - (b) all resolutions and proceedings at all meetings.
- (2) A draft of the minutes of each meeting of the Finance Committee must be circulated promptly to each member of the Committee for approval.
- (3) Once the minutes of a meeting of the Committee are approved, the minutes—
- (a) must be sent to every member of the Chapter and to the chief officers, and
 - (b) may be sent to such other persons as the Committee thinks appropriate.
- (4) The Chapter must consider any matters arising from the minutes of a meeting of the Committee.

Terms of reference

- 14.** 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.

Audit and Risk Committee

Composition etc.

- 15.** (1) The Audit and Risk Committee must have at least four 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, following consultation with the Nominations and Development 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 eligible to do so vote in favour of the removal (either at a meeting or in writing).
- (5) A member of the Committee holds office as such for a term of up to three years and may be reappointed; but a member who has served three consecutive terms is not eligible for

appointment as a member, until at least one year 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, they 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

- 16. 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

- 17.
 - (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 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 15(6) or 15(7) above, at least five 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 15(8) or 15(9) 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 members, at least one of whom must be a non-executive member of the Chapter.
 - (8) Articles 12(6) and 12(7) of the Constitution (remote participation) apply to a meeting of the Committee as they apply to a meeting of the Chapter.
 - (9) Article 13 of the Constitution (Decisions without a meeting) apply to a meeting of the Committee as they apply to a meeting of the Chapter.

Reporting

18. (1) The Committee shall cause minutes to be made of:
- (a) the names of Committee members present at each meeting; and
 - (b) all resolutions and proceedings at all meetings.
- (2) A draft of the minutes of each meeting of the Audit and Risk Committee must be circulated promptly to each member of the Committee for approval.
- (3) Once the minutes of a meeting of the Committee are approved, the minutes—
- (a) must be sent to every member of the Chapter and to the chief officers, and
 - (b) may be sent to such other persons as the Committee thinks appropriate.
- (4) The Chapter must consider any matters arising from the minutes of a meeting of the Committee.

Terms of reference

19. 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.

Other committees and sub-committees

Committees: composition etc.

20. (1) A committee of the Chapter established under Article 30 of the Constitution must have at least three members.
- (2) It is for the Chapter to appoint the members of the committee, at least one of whom must be a member of the Chapter, following consultation with the Nominations and Development 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.
- (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 eligible to do so vote in favour of the removal (either at a meeting or in writing).
- (5) A member of the committee holds office as such for a term of up to three years and may be reappointed; but a member who has served three consecutive terms is not eligible for appointment or co-option as a member, until at least one year has passed since the member last ceased to hold office as such.
- (6) Any member of the Senior Executive Team is entitled to attend the whole or part of a meeting of any committee established under Article 30 of the Constitution and is entitled to speak but not vote.
- (7) Any member of the Chapter is entitled to attend the whole or part of a meeting of any committee established under Article 30 of the Constitution and is entitled to 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

- 21.** (1) A sub-committee established under the Constitution must have at least three 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 and Development Committee and with the approval of the Chapter.
- (3) It is for the Chapter to appoint the chair of the sub-committee.
- (4) At least one member 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 eligible to do so vote in favour of the removal (either at a meeting or in writing).
- (6) A member of the sub-committee holds office as such for a term of up to three years and may be reappointed; but a member who has served three consecutive terms is not eligible for appointment or co-option as a member, until at least one year has passed since the member last ceased to hold office as such.
- (7) Any member of the Senior Executive Team is entitled to attend the whole or part of a meeting of the sub-committee and is entitled to speak but not vote.

Functions

- 22.** 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

- 23.** (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 to attend the meeting by virtue of Article 20(6) or 20(7) or 21(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 20(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 12(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.
- (8) Article 13 of the Constitution (Decisions without a meeting) apply to a meeting of any committee or sub-committee established under the Constitution as they apply to a meeting of the Chapter.

Reporting

- 24.** (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) Each committee and sub-committee so established shall cause minutes to be made of:
- (a) the names of committee or sub-committee (as applicable) members present at each meeting; and
 - (b) all resolutions and proceedings at all meetings.
- (3) 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,
- (4) Once the minutes of a meeting are approved, the minutes—
- (a) must be sent to every member of the Chapter and to the chief officers, and
 - (b) may be sent to such other persons as the committee or sub-committee thinks appropriate.

Terms of reference

- 25.** 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.

Senior Management

Chief officers

- 26.** (1) There shall be two chief officers namely the Chief Operating Officer and the Chief Finance Officer and all references to chief officers are to the persons appointed to those roles from time to time.
- (2) The person appointed by the Chapter to the role of Chief Operating Officer under Article 23(1) of the Constitution shall be responsible for the overall administration and management of the Cathedral and its commercial commitments and shall be the senior lay advisor to the Chapter. The Chief Operating Officer shall be responsible for all furniture, vessels, ornaments, vestments, books and other objects of value belonging to the Chapter and shall ensure that appropriate arrangements are made for the care of the same and for the maintenance of the Cathedral Inventory.
- (3) The person appointed by the Chapter to the role of Chief Finance Officer under Article 23(1) of the Constitution shall be responsible to the Chapter including through direct

liaison with the Canon Treasurer for the administration of all investment and other financial business of the Cathedral on behalf of the Chapter. The Chief Finance Officer shall advise the Chapter on the preparation of the annual budget and the annual report and accounts of the Chapter and on the management of the property vested in the Chapter to assist the Chapter in performing the duties imposed on it by Article 9(1)(c), 9(1)(d) and 9(1)(f) of the Constitution.

Establishment of management group

- 27.** There is to be a group called the Senior Executive Team, concerned with the management of the Cathedral.

Membership of group

- 28.** (1) The members of the Senior Executive Team 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.
- (2) Meetings of the Senior Executive Team are to be chaired by—
- (a) the Chief Operating Officer, or
 - (b) if the Chief Operating Office is absent, the Chief Finance Officer, or
 - (c) if the Chief Operating Officer and the Chief Finance Officer are both absent, a Residentiary Canon or a Director chosen by the members who are present.

Functions of group

- 29.** (1) The Senior Executive Team directs the management, operation and administration of the Cathedral on the Chapter's behalf acting with the Chapter's delegated executive authority in accordance with Terms of Reference provided by the Chapter and subject to the provisions of the Chapter's Statement of Delegated Authority and the requirements of the Measure, the Constitution and these Statutes.
- (2) The Chapter shall on at least one occasion in each calendar year review the Terms of Reference of the Senior Executive Team and consider whether any revision, consistent with the requirements of the Measure, the Constitution and these Statutes, is required.

Proceedings of group

- 30.** (1) It is for either of the chief officers to convene a meeting of the Senior Executive Team.
- (2) Notice of a meeting of the Senior Executive Team must, unless otherwise agreed, be given to each member of the Senior Executive Team at least two working days before the date of the meeting.
- (3) Notice of a meeting of the Senior Executive Team—
- (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.

- (4) In so far as it is not reasonably practicable for the relevant papers for a meeting of the Senior Executive Team 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.
- (5) The quorum for a meeting of the Senior Executive Team is four members.
- (6) Articles 12(6) and 12(7) of the Constitution (remote participation) apply to a meeting of the Senior Executive Team as they apply to a meeting of the Chapter.

Accountability of group

- 31.** (1) A draft of the minutes of each meeting of the Senior Executive Team must be circulated promptly to each member of the Senior Executive Team for approval at the next meeting.
- (2) Once the minutes of a meeting of the Senior Executive Team 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 Senior Executive Team thinks appropriate.
- (3) The Chapter must consider any governance implications of matters recorded in the minutes of a meeting of the Senior Executive Team.
- (4) Copies of Senior Executive Team Agenda papers shall be provided by the chief officers on request to any member of the Chapter.

Committees of group

- 32.** (1) The Senior Executive Team 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 Senior Executive Team must specify in writing the matters which come within the committee's remit.
- (3) The Senior Executive Team must appoint the members of each committee so established.
- (4) The chair of each committee so established must be a member of the Senior Executive Team; 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 Senior Executive Team in accordance with such requirements as the Senior Executive Team may specify in writing.
- (6) Each committee so established may regulate its own procedure, subject to such rules as the Senior Executive Team may specify in writing.

Additional Ministers and Emeritus Titles

- 33.** (1) The Chapter may appoint persons whether ordained or lay to fulfil specified ministerial or liturgical functions in the Cathedral with the title of Succentor Canonicorum, Chamberlain, Sub-Chamberlain, Honorary Canon Theologian, Minor Canon, Minor Canon Succentor, Cathedral Reader, Vicar Choral or any other title as the Chapter may from time to time determine. The terms of appointment in each instance shall be determined by the Chapter.
- (2) At the request of the Chapter, the Archbishop may confer upon a Dean or a Canon of York who vacates office the title, as the case may be, of Dean Emeritus or Canon Emeritus. A title conferred under this paragraph (2) shall not entitle the holder to be a member of the College of Canons, or to any dignity or precedence in the Cathedral.

- (3) The Chapter may confer upon a Director of Music who vacates office the title of Organist Emeritus. The Chapter may confer upon any employee of the Cathedral who vacates their employed role an Emeritus title that refers to the role vacated. A title conferred under this paragraph (3) shall not entitle the holder to any dignity or precedence in the Cathedral.

Residence

Residence for residentiary canons

- 34.** (1) The Residentiary Canons shall undertake such cathedral duties as should, in the opinion of the Chapter after consultation with the Archbishop, be performed in or from the Cathedral.
- (2) The Dean and the Residentiary Canons shall be diligent in attendance at the daily services of the Cathedral. Each Residentiary Canon shall in addition serve such periods of duty as Canon in Residence as are allotted to them by agreement with the Dean and the other Residentiary Canons. The Dean shall be allotted Canon in Residence duties only with their consent and they may also consent to undertake periods of residency to meet an emergency.
- (3) The Canon in Residence shall attend and preside at Morning and Evening Prayer in the Cathedral daily during the periods of their residence. If prevented by sufficient reason from attendance, they shall provide a deputy who must in the first instance be a Residentiary Canon. If this is not possible, and with the express consent of the Dean, the replacement may be a member of the College of Canons or other minister who holds an appropriate licence or permission to minister. Substitution of duties between those undertaking residence may be arranged according to custom by mutual agreement, and the Chapter shall in any event ensure that a deputy undertakes residence in the place of the Canon in Residence on any day that is designated as a weekly rest period for that Canon in Residence in accordance with Regulation 21 of The Ecclesiastical Offices (Terms of Service) Regulations 2009.
- (4) In the temporary absence of the Dean and of any person appointed as an Interim Dean pursuant to Article 19 of the Constitution, the Canon in Residence acts in their stead save for the purposes of Article 12(1) of the Constitution and saving the Article 12(1) rights of the Senior Non-Executive Member and the other non-executive members of the Chapter.
- (5) It shall be the duty of the Canon in Residence to admit and receive the Dean in the Chapter House and of the residentiary canon senior by date of appointment to install the Dean in the place assigned by custom in the Quire.
- (6) In the absence of the Dean and of any person appointed as an Interim Dean under Article 19 of the Constitution, it shall be the duty of the Residentiary Canon senior by date of appointment to induct, install and enthrone the Archbishop.

Worship

Divine Service and preaching

- 35.** (1) Subject to the rights exercisable by any other person in accordance with the Constitution and these Statutes, each of the Residentiary Canons shall have the honour of preaching in the Cathedral and of presiding at the Holy Communion.

- (2) Subject to Article 1(3) above and paragraphs (4) and (5) below, the choice of preacher is left to the determination of the Dean and shall be exercised in such a manner as to preserve the right of the Residentiary Canons to preach in the Cathedral as may seem appropriate.
- (3) Subject to the rights exercisable by any other person in accordance with the Constitution and these Statutes, each Canon of York who is in priest's orders shall have the honour of presiding at the Holy Communion, and each Canon of York who holds an appropriate licence or permission to minister shall have the honour of preaching in the Cathedral, in each case on such occasions as the Dean may from time to time determine.
- (4) No person shall preach in the Cathedral unless the Dean is satisfied that they are a person of sound doctrine or distinction in religious learning.
- (5) No person other than a Clerk in Holy Orders of the Church of England or of a Church in communion therewith or a lay person who holds an appropriate licence or permission to minister shall, without the consent of the Archbishop, preach in the Cathedral.

Order of precedence

- 36.** (1) The order of precedence in processions at services held in the Cathedral is:
- (a) The Archbishop, attended by their Chaplain, the Chancellor and Registrar of the Diocese.
 - (b) The Chapter:
 - (i) The Dean
 - (ii) The Canon in Residence
 - (iii) The Residentiary Canons in order of appointment
 - (iv) The Senior Non-Executive Member
 - (v) The other Non-Executive Members in order of appointment
 - (c) The Chief Operating Officer
 - (d) The Chief Finance Officer
 - (e) The High Steward
 - (f) The other members of the College of Canons in order of appointment
 - (g) The additional ministers of the Cathedral appointed under Article 33(1) above if not a Canon of York
 - (h) The Headteachers of the School or Schools referred to in Article 37(6) below
 - (i) The Director of Music
 - (j) The Vicars Choral and the Choristers
- (2) Provided that at any event ordered by the Archbishop, the Archbishop or their commissary shall have first precedence, and may be attended by the Suffragan and Assistant Bishops, Archdeacons, Chancellor and Registrar of the Diocese, if the Archbishop so determines.
- (3) At special diocesan services the Diocesan Chairs of the House of Clergy and the House of Laity of the Diocesan Synod, the Area Deans and the Lay Deans of the Diocese, and any other such persons as the Archbishop shall determine, shall be allocated seats by the Dean.

- (4) At services to which the Officers and Members of the General Synod are invited, the said Officers and Members and any other such persons as the Chapter shall determine, shall be allocated seats by the Dean.
- (5) All questions concerning precedence in the Cathedral shall be settled by the Dean.

Music and choir

- 37.** (1) The Chapter shall maintain a Choir, which shall be known as the Minster Choir. The Chapter shall determine the size, role and composition of the Minster Choir in consultation with the Precentor and the Director of Music.
- (2) Vicars Choral shall be recommended for appointment to the Dean by the Precentor and the Director of Music, and shall be appointed by the Chapter on such terms as may be specified in an agreement signed by each Vicar Choral at the time of appointment. The appointment of a Vicar Choral shall be subject to a period of probation to be determined by the Chapter.
- (3) The Chapter may, in consultation with the Director of Music and the Precentor, award a Choral Scholarship to one or more students of the University of York or the York St John University or any other institution of Higher Education on such terms as may from time to time be agreed by the Chapter and the educational institution concerned. The conditions of tenure of the Choral Scholars, and the numbers of those appointed, shall be determined by the Chapter.
- (4) The Choristers shall be chosen and entered as Probationers by the Director of Music after agreement with the Precentor. The terms of their service shall be governed by an agreement with the Chapter signed by the parents or guardians of each Probationer at the time of admission. The Choristers shall be under the authority of the Director of Music during the performance of their duties in the Cathedral.
- (5) Probationers shall be admitted as Choristers by the Dean or, in the absence of the Dean and in the absence of any person appointed as an Interim Dean under Article 19 of the Constitution, by the Canon in Residence.
- (6) Where the Chapter maintains a School, the Choristers and Probationers of the Cathedral shall be educated at that School. Where the Chapter does not maintain a School, the Chapter shall ensure that the Choristers and Probationers of the Cathedral receive an education in religion and general subjects consonant with the principles of the Christian religion as received and taught by the Church of England from such School or Schools as the Chapter may from time to time in its absolute discretion determine.

Miscellaneous

Execution of documents

- 38.** 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.

Power to establish subsidiaries

- 39.** (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.

Library and Archives

- 40.** (1) The Chapter shall maintain a Library and Archives whose purpose shall include the promotion of sacred learning.
- (2) The Chapter shall make appropriate provision for the direction and oversight of the Library and Archives and for the care and conservation of the historic and working collections of the Cathedral.
- (3) Where it may in the opinion of the Chapter assist the Chapter in fulfilling requirements imposed upon it by the Measure or by the Care of Cathedrals Measure 2011 or where it may otherwise further the Chapter's charitable objects as set out in the Constitution, the Chapter may at its discretion operate an Accredited Museum, as defined by the applicable Arts Council England national quality standards, within the Cathedral or within such other precinct property of the Cathedral as the Chapter may from time to time determine.
- (4) The Chapter may enter into agreements with the University of York or the York St John University or any other institution of Higher Education concerning the management and administration of the Library and Archives and concerning the care and use of the historic collections of the Cathedral.

Archaeologist

- 41.** (1) Section 23(2) of the Care of Cathedrals Measure 2011 requires the Chapter to appoint a Cathedral Archaeologist.
- (2) A person may not be appointed under paragraph (1) unless that person has whatever qualifications and expertise in the assessment of matters of archaeological interest relating to the Cathedral or its precinct, including buildings within the precinct and remains in or under the Cathedral or within the precinct, and other matters the Chapter considers appropriate.
- (3) Before making a decision about the qualifications and expertise required for the purposes of paragraph (2), the Chapter must consult—
- (a) the Cathedrals Fabric Commission for England, and
- (b) whichever other persons or bodies the Chapter considers appropriate.

Patronage

- 42.** 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.

Amendments to Statutes

Amendments

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

Interpretation

Interpretation

- 44. (1)** In these Statutes—

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

"Canon of York" means any Residentiary Canon, Non-Residentiary Canon or Lay Canon of the Cathedral appointed in accordance with Article 5(1), 5(3), 20(1), 21(1)(b)(ii) or 22(1)(b)(ii) of the Constitution;

“the Cathedral” means the Metropolitan and Cathedral Church of St. Peter in York;

“chief officers” means the persons appointed by the Chapter to the roles of Chief Operating Officer and Chief Finance Officer under Article 23 of the Constitution;

"Diocese" means the diocese of York and “diocesan” is to be read accordingly;

“the Measure” means the Cathedrals Measure 2021;

"Senior Non-Executive Member" means an individual appointed to the Chapter in accordance with Article 5(1) and (2) of the Constitution;

“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 Archbishop 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 Archbishop are to be read as references to that other bishop.
- (3) A reference in these Statutes to a provision of the Measure or of an Act of Parliament is to be read as a reference to that provision as for the time being amended, extended or applied by or under any other such provision.
- (4) Words importing any gender shall include all genders.
- (5) Subject to that, the Interpretation Act 1978 applies to these Statutes.

Revocation

Revocation

- 45.** The Statutes of the Cathedral made on 29 June 2018 cease to have effect.