

Charity Number: 238005

ADOPTED 3rd December 1997
(Amended 2nd December 1998; 16th February 1999;
14th December 2005; and 22nd October 2014)

1. NAME

1.1. The name of the Council is "The Council of Christians and Jews" ("the Council").

2. PURPOSES

The Council of Christians and Jews exists:

- 2.1. To promote religious and cultural understanding between Christian and Jewish communities primarily within the United Kingdom.
- 2.2. To work for the elimination of religious and racial prejudice, hatred and discrimination with particular reference to antisemitism.
- 2.3. To promote religious and racial harmony primarily within the United Kingdom on the basis of the ethical and social teachings common to Judaism and Christianity.
- 2.4. The Council may do anything else which is reasonable in order to advance the above purposes.

3. POLICIES

- 3.1. The Trustees shall be responsible for formulating the overall policy of the Council.
- 3.2. The Trustees are constituted by Clause 10 of this Constitution.
- 3.3. Policy decisions made by the Trustees shall comply with this Constitution.
- 3.4. Proselytism is incompatible with the aims of the Council. The use of its seminars, literature, meetings and the use of any of its activities for such purposes is not permitted.
- 3.5. Branches are entitled to use the name and logo of the Council. This permission does not extend to third parties.

4. ADMINISTRATION

- 4.1. The Council and its property and assets shall be administered and managed by the Trustees.
- 4.2. Administration and management shall comply with this Constitution.

5. LOCAL BRANCHES

- 5.1. The Council may establish or assist in the establishment of Local Branches.
- 5.2. Prior approval of the Trustees must be obtained before a new Branch is established.
- 5.3. All Local Branches are an integral part of the Council and shall not be entitled to their own independent charitable status.
- 5.4. A Branch may elect its own officers.
- 5.5. Local Branches shall be entitled to be represented on the Advisory Board as provided for in Clauses 16 and 24 of the Constitution.
- 5.6. Local Branches shall be administered in accordance with:
 - 5.6.1. This Constitution, and
 - 5.6.2. The policies that the Trustees may from time to time formulate and communicate to Branches, and
 - 5.6.3. Such administrative procedures as the Trustees may stipulate and communicate to Branches to enable the Council and its Trustees to comply with their responsibilities.
- 5.7. Branches are permitted to open and manage a bank account only as provided for in Clause 20 of the Constitution; all cheques and cash withdrawals must bear at least two authorized signatures.

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- 5.8. In the event that a Branch or Branches shall fail to comply with Clauses 5.1 to 5.7, 15.2, 20.1 to 20.6, or any other part of this Constitution, then the Trustees shall be empowered to take whatever measures they deem necessary to ensure compliance.

6. POWERS

The Trustees may exercise powers as follows, but only in furtherance of the purposes of the Council as set out in Clause 2; these powers shall not be exercised to undertake substantial permanent trading activities:

- 6.1. Raise funds and receive contributions;
- 6.2. Buy, develop or redevelop property and assets;
- 6.3. Lease or rent property or assets;
- 6.4. Exchange property or assets;
- 6.5. Maintain and equip property and assets;
- 6.6. Dispose of any part of the property or assets of the Council. A disposal may take the form of a sale or a lease or any other form;
- 6.7. Borrow money and charge the property of the Council (or any part of it) with repayment of the loan;
- 6.8. Employ staff on whatever terms the Trustees think fit;
- 6.9. Pay pensions and superannuation for staff;
- 6.10. Invest any funds of the Council in furtherance of the aims of the Council, and may appoint professional investment managers as the Trustees think fit, in which case the investment managers may be remunerated out of the Council's funds;
- 6.11. May appoint Consultants for such period and for such purposes and on such terms as the Trustees think fit;
- 6.12. Co-operate with other charities and voluntary bodies pursuing similar purposes, and exchange information and advice with them;
- 6.13. Establish or support any charitable trust, association or institution pursuing similar purposes in the UK or elsewhere;
- 6.14. Appoint, constitute and wind up such Committees and Groups as they shall deem appropriate;
 - 6.14.1. The Trustees shall appoint one of their number or other appropriate person to serve as chair of each such Committee or Group;
 - 6.14.2. The membership of all such Committees and Groups shall include at least one Trustee;
 - 6.14.3. The Trustees shall define the terms of reference of all such Committees and Groups as in each case they shall deem appropriate;
 - 6.14.4. The proceedings and actions of all such Committees and Groups shall be minuted and reported to the Trustees;
- 6.15. Do anything else which is reasonable in order to achieve the purposes of the Council.

7. MEMBERS

- 7.1. A person is eligible for membership of the Council if he or she subscribes to the purposes of the Council as set out in Clause 2.
- 7.2. Members are obliged to refrain from acting in any way that is detrimental to the best interests of Council and its purposes.
- 7.3. Every Member of the Council shall belong to a Local Branch; each Member is free to choose which Local Branch they wish to join; Members who choose not to join a Local Branch shall be Members of the Central Branch.
- 7.4. The Trustees may, from time to time and as they see fit, establish different categories of membership.
- 7.5. The Trustees may determine the annual membership subscription for all categories of membership.

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- 7.6. Individual and Corporate members shall each have a single vote.
- 7.7. In the case of Joint Membership, both shall each have a single vote.
- 7.8. The Trustees may terminate the membership of any Member or disestablish any Branch deemed to have breached the Purposes of the Council as set out in this Constitution.
 - 7.8.1. Before a final decision is made the Member or Branch Officers as the case may be, who may choose to be accompanied by a friend, have the right to be heard by the Trustees, whose decision shall be final.
- 7.9. If a Member fails to pay the prescribed subscription within six months from the date when it is due, the Member shall be deemed to have resigned from the Council.

8. PRESIDENTS

- 8.1. The Council shall have Presidents who shall be supportive of its constitutional purposes and exercise through the Trustees such influence and advice over the direction and actions of the Council as the Presidents may at any time deem appropriate.
- 8.2. The Presidents of the Council shall hold their positions ex-officio, and shall be persons who, by virtue of their office within the Christian denomination or Jewish community to which they belong, are deemed to be the senior religious leader.
- 8.3. New Presidents shall succeed to their ex-officio position immediately following the departure of their predecessors from active senior leadership post within their denomination or community.
- 8.4. The Presidents, in consultation with the Trustees and such other bodies may deem appropriate for the purpose, may add to their number the senior religious leader of a Christian denomination or Jewish community not otherwise represented among the number of Presidents.
- 8.5. The Trustees shall consult the Presidents on matter that they may deem appropriate, and especially on issues that may significantly affect the purposes and wellbeing of the Council.

9. VICE PRESIDENTS

- 9.1. The Trustees may nominate as Vice Presidents for election by the Members at the Annual General Meeting those whom the Trustees consider will be especially supportive of the work of the Council.
- 9.2. A Vice President may serve for one year only, but is then eligible for re-election each year at the AGM if again nominated by the Trustees.
- 9.3. When considering whether to nominate a person as a Vice President, then for the purposes of eligibility only, the Trustees shall be entitled to disregard years previously served in office by former Trustees.

10. THE TRUSTEES

- 10.1. The Trustees shall comprise:
 - 10.1.1. The Chair, two Vice Chairs, two Honorary Treasurers and two Honorary Secretaries.
 - 10.1.2. Two Members of the Advisory Board who shall be elected at their first meeting following the Annual General Meeting.
 - 10.1.3. Other persons appointed by the Trustees.
 - 10.1.4. Appointed Trustees may hold office for a period of four consecutive years. They shall then be eligible to be appointed to serve for one further term of four years, but no more.
- 10.2. A Trustee may not obtain any pecuniary benefit as a result of being a Trustee other than the reimbursement of reasonably incurred expenses.
- 10.3. The maximum period of service of all persons serving as Trustees, whether in one or more office, whether elected or appointed, shall not exceed eight years. They shall not then be eligible to serve as Trustees until a period of at least four years shall have elapsed.

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11. CHAIR and VICE CHAIRS

- 11.1. The Trustees, having consulted with the Presidents, will nominate for election at the appropriate Annual General Meeting one person to serve as Chair, and one Christian and one Jew to serve as Vice Chairs of the Council.
- 11.2. The persons so elected shall hold office for four years after which they will be eligible to be nominated for election for one further period of four years, but no more.

12. HONORARY TREASURERS

- 12.1. The Trustees will nominate for election at the Annual General Meeting one Christian and one Jew who are both suitably qualified to be Honorary Treasurers of the Council.
- 12.2. The person so elected shall hold office for four years after which they will be eligible to be nominated for election for one further period of four years, but no more.

13. HONORARY SECRETARIES

- 13.1. Any Branch may, after consulting their Members, nominate for election by the membership at the Annual General Meeting one Christian and one Jew to be Honorary Secretaries of the Council.
- 13.2. The persons so elected shall hold office for four years after which they will be eligible to be nominated for election for one further period of four years, but no more.

14. INTERIM APPOINTMENTS BY TRUSTEES

- 14.1. Should it become necessary, the Trustees are empowered to appoint an Interim Chair, Interim Vice Chair, Interim Honorary Treasurer or Interim Honorary Secretary.
- 14.2. If it should become necessary to appoint an Interim Chair or an Interim Vice Chair, the Trustees shall first consult the Presidents.
- 14.3. All Interim office-holders shall remain in office only until the following Annual General Meeting, when they may be eligible to be nominated for election in accordance with the relevant clauses set out in this Constitution.
- 14.4. If a person who is not already a Trustee shall be so nominated, then the part-year served in an interim capacity may be disregarded for the purposes of Clause 10.3.

15. STAFF

- 15.1. The Trustees are empowered to employ such staff as they deem necessary on terms and conditions they judge appropriate.
- 15.2. No Branch shall employ staff unless specifically authorized in writing by the Trustees to do so.
- 15.3. No member of the paid staff shall be a Trustee of the Council or a Member of the Advisory Board.

16. THE ADVISORY BOARD

- 16.1. The Advisory Board shall comprise:
 - 16.1.1. Up to eight Members nominated by Local Branches and elected by the membership at the Annual General Meeting in accordance with Clause 16.1.8 below – the Elected Members of the Advisory Board,
 - 16.1.2. the Chair of the Council,
 - 16.1.3. the Honorary Secretaries of the Council,
 - 16.1.4. the Chairs of all Committees and Groups.
 - 16.1.5. The Trustees may invite additional Members who have particular expertise to serve on the Advisory Board – Invited Members of the Advisory Board. In issuing such invitations the Trustees shall seek to achieve a balance between Christian and Jewish members.

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- 16.1.6. Invited Members of the Advisory Board shall serve for one year; at the end of the year they shall retire unless the Trustees shall have renewed their invitation.
- 16.1.7. All Trustees may attend ex officio.
- 16.1.8. At every Annual General Meeting two of the Elected Members of the Advisory Board will retire. Those who retire shall be Members who have been in office longest since their last election. As between members of equal seniority, the member to retire shall be the oldest. A retiring Member of the Advisory Board will be eligible for re-election after two years, if nominated by his/her Local Branch.
- 16.2. The Chair of the Council shall chair meetings of the Advisory Board.
- 16.3. At the first meeting of the Advisory Board after the Annual General Meeting the Members will elect one Christian and one Jew to serve as Vice Chairs of the Advisory Board.
- 16.4. One of the Vice Chairs will deputise for the Chair in his/her absence.
- 16.5. A person ceases to be a Member of the Advisory Board if he or she:
 - 16.5.1. Is required to resign by a resolution passed by a majority of two thirds of the Trustees on the grounds that he or she has ceased to act in the best interests of the Council; the Member shall first be given an opportunity to explain why he or she should remain a Member of the Advisory Board.
 - 16.5.2. Is removed by a resolution passed by a majority of two thirds at the Annual General Meeting.
 - 16.5.3. Resigns by giving written notice to the Council.
 - 16.5.4. Ceases to be a Member of the Council.

17. TERMINATION OF MEMBERSHIP OF THE TRUSTEES

- 17.1. A person ceases to be a Trustee if he or she:
 - 17.1.1. Is legally disqualified from acting as the Trustee of a Charity, or
 - 17.1.2. Becomes incapable of managing his or her affairs because of mental disorder, illness or injury, or
 - 17.1.3. Ceases to be a Member of the Council, or
 - 17.1.4. Resigns by giving written notice to the Trustees or the Council, or
 - 17.1.5. Is required to resign by a resolution passed by a two thirds majority at a Special General Meeting or at the Annual General Meeting, or
 - 17.1.6. If the Trustees consider that any one of their number has ceased to act in the best interest of the Council, the Trustees may resolve by a two-thirds majority of all the Trustees to require that Trustee to resign, but only after giving that Trustee an opportunity to explain why he or she should remain a Trustee.

18. MEETINGS AND PROCEEDINGS OF THE TRUSTEES

- 18.1. The Trustees may hold meetings as they think fit, but shall meet at least four times each calendar year.
- 18.2. A meeting may be called at any time by:
 - 18.2.1. The Chair, or
 - 18.2.2. At least four Trustees
 - on not less than 15 (fifteen) clear working days' notice of the matters to be discussed being given to all Trustees. The notice may be distributed by those calling the meeting or the Council's administrative staff.
- 18.3. The Chair of the Council shall chair meetings of the Trustees. If the Chair is absent from any meeting one or other of the Vice Chairs (as shall be agreed between them) shall chair the meeting. If the Chair and Vice Chairs are all absent from any meeting then the Trustees present shall choose one of their number to chair the meeting before any other business is transacted.

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18.4. A quorum of the Trustees shall be the greater of:

- One half the number of Trustees, or
- Four Trustees.

18.5. Except as may be otherwise stipulated elsewhere in this Constitution, any matter may be decided by a majority vote. At meetings of the Trustees, each Trustee present has a single vote, except that in the case of equality of votes the person chairing the meeting shall also have a casting vote.

18.6. The Trustees shall keep minutes of their proceedings.

18.7. The Trustees may make rules for the conduct of their business, the convening and conduct of meetings and all other relevant matters.

18.8. The Trustees may alter any rule which they make, but no rule of procedure may be made which is inconsistent with this Constitution.

19. MEETINGS AND PROCEEDINGS OF THE ADVISORY BOARD

19.1. The Advisory Board will meet at least twice a year.

19.2. The Chair of the Council will chair these meetings.

19.3. Minutes of the proceedings of the Advisory Board shall be kept.

20. RECEIPTS AND EXPENDITURE

20.1. The Council shall operate bank accounts in the name of the Council at banks or building societies of the Trustees choice.

20.2. The funds of the Council, including all subscriptions, donations, contributions and bequest shall be paid into those bank accounts.

20.3. All cheques drawn on the Council's bank accounts shall comply with the mandates approved by the Trustees.

20.4. The Council's funds may only be used in furtherance of the purposes of the Council.

20.5. Branches are permitted to operate a bank account at such bank and on such terms as the Trustees shall decide.

20.6. No Branch is permitted to have an overdraft, to incur unfunded losses, or to incur unfunded expenditure.

21. ACCOUNTS

21.1. The Council shall comply with the relevant requirements laid down by statute and the Charity Commission regarding:

21.1.1. Keeping accounting records, and

21.1.2. Preparing annual accounts,

21.1.3. Having the accounts audited or examined as may be required by the Charity Commission, and

21.1.4. Sending copies of the accounts to the Charity Commission.

22. ANNUAL REPORT

22.1. The Council shall comply with its legal obligation to prepare an Annual Report, and to send a copy to the Charity Commission.

23. ANNUAL RETURN

23.1. The Council shall comply with its legal obligations to prepare an Annual Return, and to send a copy to the Charity Commission.

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24. ANNUAL GENERAL MEETING

- 24.1. There shall be an Annual General Meeting of the Council.
- 24.2. Every Annual General Meeting shall be called by the Trustees on not less than 21 (twenty-one) days prior notice being given to all Members of the Council.
- 24.3. All members of the Council are entitled to attend the Annual General Meeting and are entitled to vote, but a Member whose subscription to the Council is due but unpaid shall not be entitled to vote.
- 24.4. The Chair, or in his/her absence one of the Vice Chairs (as shall be agreed between them) will chair the Annual General Meeting; if the Chair and Vice Chairs are not present the Members present at the meeting shall appoint a Trustee to chair the meeting before any other business is transacted.
- 24.5. At the Annual General Meeting:
 - 24.5.1. The Trustees shall present for adoption the Annual Report for the preceding year, and
 - 24.5.2. The Honorary Treasurers shall present for adoption the Annual Accounts for the preceding year.
 - 24.5.3. The Members shall elect the Chair, Vice Chairs, Honorary Treasurers and Honorary Secretaries as provided for elsewhere in the Constitution to fill any vacancies that may have arisen.
 - 24.5.4. The Members shall elect Vice Presidents.
 - 24.5.5. The election of Members to the Advisory Board shall take place at the Annual General Meeting in accordance with the relevant provisions of Clause 16.
 - 24.5.6. The Members shall approve the appointment of Auditors or examining accountants for the ensuing year.
 - 24.5.7. Any other business.
 - 24.5.8. Elections shall be conducted in accordance with arrangements made or approved by the Trustees.

25. SPECIAL GENERAL MEETINGS

- 25.1. The Trustees:
 - 25.1.1. May call a Special General Meeting at any time, and
 - 25.1.2. Shall call a Special General Meeting if requested in writing to do so by at least fifty Members.
 - 25.1.3. The Trustees shall give at least 21 (twenty-one) days notice of a Special General Meeting to all Members of the Council.
 - 25.1.4. The Notice shall state the business to be considered at the meeting.

26. PROCEDURE AT ANNUAL OR SPECIAL GENERAL MEETINGS

- 26.1. A full record of proceedings at every General Meeting shall be kept.
- 26.2. The Quorum for a General Meeting is 50 (fifty) Members present at the meeting.
- 26.3. If a meeting is not quorate, the person chairing it shall adjourn the meeting to another date of which fresh notice shall be given:
 - 26.3.1. Under Clause 24.2 for an Annual General Meeting, or
 - 26.3.2. Under Clause 25.1.3 for a Special General Meeting.
- 26.4. Every Member has one vote.
- 26.5. Trustees may approve arrangements for proxy voting.

27. NOTICES

- 27.1. Any Notice to be served on a Member of the Council may be served by any method permitted by statute or regulation.

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28. ALTERATIONS TO THE CONSTITUTION

- 28.1. No alterations shall be made to the Constitution which would have the effect of making the Council cease to be a Charity in law.
- 28.2. No alterations shall be made to Clauses 1, 2 or 30 (formerly 32) or this Clause shall be made without the prior consent of the Charity Commission.
- 28.3. Subject to that, the Constitution may be altered by Resolution passed by two-thirds majority.
- 28.4. The Notice of the General Meeting shall include Notice of the Resolution and set out the terms of the proposed alteration(s).
- 28.5. The Notice shall include a statement by the Trustees supporting the proposed alterations, or stating why the Trustees do not support them.
- 28.6. The Council shall promptly send the Charity Commission a copy of the amended Constitution.

29. EXECUTION OF DOCUMENTS

- 29.1. When a document needs to be executed by or on behalf of the Council, it shall comply with all legal requirements.

30. DISSOLUTION

- 30.1. If the Trustees decide that it is necessary or advisable to dissolve the Council then they shall call a Special General Meeting.
- 30.2. Not less than 21 (twenty-one) days notice of the meeting shall be given to all Members of the Council.
- 30.3. The Notice shall state the terms of the Resolution in favour of dissolution to be proposed.
- 30.4. All votes for or against the Resolution shall be made in person or by proxy.
- 30.5. If the resolution is carried by a two-thirds majority then:
 - 30.5.1. The Trustees shall realise all the assets held by or on behalf of the Council, and
 - 30.5.2. The Trustees shall pay all the proper debts and liabilities of the Council, and
 - 30.5.3. Any surplus shall be given or transferred to a charity:
 - 30.5.3.1. With similar purposes to those of the Council, and
 - 30.5.3.2. Chosen by the members of the Council
 - 30.5.3.3. Or failing that, be applied for some other charitable purpose
 - 30.5.4. A copy of the Final Accounts of the Council and the Trustees' Final Report shall be sent to the Charity Commission.

HISTORICAL NOTE

The Council of Christians and Jews was formally constituted at a meeting of representatives of the Christian and Jewish Communities on 20th March 1942 under the chairmanship of the Archbishop of York, the late Dr William Temple.

The Council adopted on 20th February 1946 as the basis of its policy and procedure the following communication dated 2nd July 1942 by Dr William Temple who was then Archbishop of Canterbury to Dr Joseph H. Hertz who was then Chief Rabbi:

“My own approach to this matter is governed by the consideration that the effectiveness of any religious belief depends upon its definiteness, and that neither Jews nor Christians should in my judgement combine in any such way as to obscure the distinctiveness of their witness to their own beliefs. There is much that we can do together in combating religious and racial intolerance, in forwarding social progress and in bearing witness to those moral principles which we unite in upholding”.