



The Constitution and Statutes of Ely Cathedral

October 2022

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ELY CATHEDRAL

The Cathedral Church of the Holy and Undivided Trinity of Ely (the **Cathedral**)

THIS INSTRUMENT is made the 14th day of October 2022

BY the Council of the Cathedral Church of the Holy and Undivided Trinity of Ely (the **Council**):

- (1) The current Constitution and Statutes of the Cathedral were made under the provisions of the Measure and came into effect on 17 October 2000 and have been subsequently amended in 2012.
- (2) The Council has the power under section 31 of the Cathedrals Measure 2021 (as modified by section 53(2) for the purposes of section 46(1)) to make such amendments to the Constitution or Statutes as are consistent with the Cathedrals Measure 2021 by Instrument under the common seal of the Cathedral.
- (3) Following consultation and public notice of the draft revised Constitution and draft revised Statutes in accordance with section 32 of the Cathedrals Measure 2021 (as modified by section 53(2) for the purposes of section 46(1)), the Council has determined to adopt a revised Constitution and revised Statutes which comply with the requirements of the Cathedrals Measure 2021.
- (4) The Church Commissioners for England have consented to these revisions to the Constitution and Statutes as required by section 33(1)(a) of the Cathedrals Measure 2021.
- (5) The Bishop of Ely has consented as required by section 33(1)(b) of the Cathedrals Measure 2021.

NOW THIS INSTRUMENT WITNESSES AS FOLLOWS:

1. The form of Constitution annexed to this Instrument shall be the revised Constitution of the Chapter.
2. The form of Statutes annexed to this Instrument shall be the revised Statutes of the Chapter.
3. This Instrument shall come into effect on the date specified in the Certificate provided to the Chapter of the Cathedral Church of the Holy and Undivided Trinity of Ely and the Charity Commission for England and Wales by the Church Commissioners for England pursuant to section 46(3) of the Cathedrals Measure 2021.

I, the Right Reverend **STEPHEN LORD BISHOP OF ELY**, give my consent to the provisions of this Instrument:

+STEPHEN ELY

14 October 2022

In accordance with the Cathedrals Measure 2021 I, the Right Honourable **THE LORD WILSON OF DINTON GCB**, as Chairman of the Council, confirm the Council's agreement to the making of this Instrument:

WILSON OF DINTON

14 October 2022

Signed by the Very Reverend **MARK BONNEY**, as Dean of Ely:

MARK BONNEY

14 October 2022

The Common Seal of
**THE CATHEDRAL CHURCH
OF THE HOLY AND UNDIVIDED TRINITY OF ELY**
was hereunto affixed in the presence of:

JONATHAN BELL, Chief Operating Officer & Chapter Clerk:

JONATHAN BELL

The Constitution of the Cathedral Church of the Holy and Undivided Trinity of Ely

Ely has been a centre for Christian service and a place of worship to the glory of God since St Etheldreda founded a monastery at Ely in 673. Periods of destruction and construction followed and the existing building was begun in 1083. In 1109 the church was raised to cathedral status, whilst remaining a monastery. In 1539, the monastery was dissolved. The church was refounded as a cathedral in 1541 and dedicated to the Holy and Undivided Trinity. This constitution is in succession to the constitution of 17 October 2000, subsequently amended on 11 July 2012.

At the heart of Cathedral life is the Cathedral Foundation which, in its present form, has its origins in the Royal Charter granted by Henry VIII in 1541. Its members include the Chapter and the College of Canons, the High Bailiff, the Chapter Steward, the Chapter Clerk, the Chapter Registrar, the Chief Operating Officer, the Chief Finance Officer, the Surveyor to the Fabric, the Archaeologist, the Archivist, the Sacrist, the Sub-Sacrist, any Minor Canon, any Priest Vicar, any Licensed Lay Minister, the Director of Music, the Assistant Organist, the Director of Ely Cathedral Girls' Choir, the Graduate Organ Scholar, the Director of Ely Cathedral Octagon Singers, the Organist of Ely Cathedral Octagon Singers, the Lay Clerks, the Choristers, the Vergers, the Bedespersons, the Principal of King's Ely, and the King's and Queen's Scholars of King's Ely and any other office-holder or person nominated from time to time by the Chapter. Persons admitted to the Cathedral Foundation first make a declaration in a form agreed by the Chapter from time to time.

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 Bishop 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; and
 - (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; and

"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.

The Chapter (continued)

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) Members of the Chapter not listed in paragraph (2) above are 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 Bishop, after consulting the Chapter, must appoint one of the non-executive members 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 who are not residentiary canons; but each appointment under this paragraph requires the prior approval of the Bishop.
 - (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 12 months have passed since the person last ceased to hold office as a non-executive member of the Chapter.

The Chapter (continued)

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 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 of non-executive Chapter members

- 7.**
- (1) A non-executive member of the Chapter (other than the one appointed by the Bishop) may resign the office by giving notice in writing to the Dean.
 - (2) The non-executive member of the Chapter appointed by the Bishop may resign the office by giving notice in writing to the Bishop and the Dean.
 - (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 of those days).
 - (4) Subject to that, 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.

The Chapter (continued)

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, 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 those parts of any meeting in which there is discussion about the conflict itself or the proposed or actual transaction or arrangement giving rise to it.
 - (6) Paragraph (5) above shall not require a person to withdraw from a meeting (and shall not prevent such a person from counting as part of the quorum) if the conflict in question arises from an interest (whether financial or non-financial) which is common to a class of persons and, in the opinion of the members of Chapter authorising the conflict, is neither (i) significant nor (ii) substantially greater than the interests of other members of that class.

The Chapter (continued)

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 Bishop, 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 Bishop 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.

The Chapter (continued)

Safeguarding

- 11.**
- (1) The Bishop 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;
 - (b) if the Dean is absent but a person appointed as interim dean is carrying out functions of the Dean, that person;
 - (c) if the Dean is absent and there is no interim dean present, the senior non-executive member; or
 - (d) if none of the above persons are present, a non-executive member who has been chosen by the members of the Chapter present at the relevant meeting.
 - (2) The Chapter must hold at least four meetings in each financial year to enable the efficient transaction of its business.
 - (3) The Dean, the senior non-executive member or four other members of the Chapter 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.
 - (4) Notice under paragraph (3) 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 circumstances justify a shorter period of notice.
 - (5) 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.

The Chapter (continued)

- (6) Where there is a meeting of the Chapter at which one or more members are present in the way described in paragraph (5), 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 (5)); or
 - (b) if there is no one place which meets that description, at the place at which the chair of the meeting is present.
- (7) Subject to paragraph (8), the quorum of the Chapter is five members and must include at least one executive member and at least one non-executive member.
- (8) If, in relation to an item of business—
 - (a) there are fewer than five members who are not precluded members;
 - (b) there are no executive members who are not precluded members; or
 - (c) there are no non-executive members who are not precluded members,the quorum for that item of business is three non-precluded members or, if a greater number, all of the non-precluded members of the Chapter present for that item of business.
- (9) In paragraph (8) above, a “precluded member” in relation to an item of business is a member precluded from forming part of the quorum for that item of business by virtue of—
 - (a) the rule in Article 8(5) above; or
 - (b) provision made in the Chapter’s conflict of interest policy maintained under Article 8(2) above.
- (10) 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 (5)).
- (11) If there is a tied vote at a meeting of the Chapter being chaired by the Dean or an interim dean, the chair has a second, casting vote. If the Dean or an interim dean is not chair of a meeting of the Chapter, the chair shall not have a second, casting vote.
- (12) 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.

The Chapter (continued)

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.
 - (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 Bishop

- 14.**
- (1) The Chapter must each year hold a special meeting at which—
 - (a) it must consult the Bishop on the general direction and mission of the Cathedral; and
 - (b) the Bishop may seek the advice of the Chapter on any particular matter.
 - (2) The special meeting to be held under paragraph (1) shall be in addition to the minimum number of meetings of the Chapter required under Article 12(2).
 - (3) Before deciding who to invite to a special meeting under paragraph (1) (apart from the members of the Chapter and the Bishop), the Chapter must consult the Bishop.

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. A person is "authorised" for this purpose if the person is a 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 Bishop

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

The Visitor

- 17.**
- (1) The Bishop continues to be Visitor of the Cathedral and, accordingly, continues to have the jurisdiction as Visitor that is inherent to the office of Bishop.
 - (2) The Bishop as Visitor must determine any question which arises on the construction of this Constitution or the Statutes.
 - (3) The Bishop may hold a visitation of the Cathedral—
 - (a) when the Bishop 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 Bishop 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 Bishop, better serve the due observance of this Constitution and the Statutes.
 - (5) The Bishop 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 Bishop 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.

Office holders (continued)

The Dean

- 18.**
- (1) The Dean is appointed by His Majesty.
 - (2) The Dean, as the principal dignitary of the Cathedral next after the Bishop, 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;
 - (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), and subject to paragraph (5), 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) 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 Bishop must appoint a person to carry out the functions concerned during the period concerned in accordance with section 13 of the Measure.

Office holders (continued)

Residentiary canons

- 20.**
- (1) The number of residentiary canons shall not exceed five at any one time.
 - (2) The Bishop 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) One of the residentiary canonries may be held in conjunction with an office in the Faculty of Divinity in the University of Cambridge as provided in the Statutes of that University provided that such residentiary canon will vacate such canonry automatically and without execution of any instrument of resignation upon that person ceasing to hold such office (but this shall not prevent that person's re-appointment as a residentiary canon).
 - (5) The Bishop may for financial or other reasons and after consultation with the Chapter suspend a residentiary canonry which has fallen vacant and may after like consultation revive and appoint to such residentiary canonry.

Non-residentiary canons

- 21.**
- (1) Subject to paragraph (7) below, there shall be not more than twenty-five non-residentiary canons.
 - (2) Non-residentiary canons shall be known as "honorary canons" but, for the avoidance of doubt, shall be canons of the Cathedral and accordingly shall be members of the College of Canons under Article 33.
 - (3) Honorary canons shall be appointed by the Bishop after consultation with the Dean.
 - (4) Subject to paragraph (5) below, honorary canons must be appointed from persons in Holy Orders who are beneficed or licensed in the Diocese.
 - (5) A maximum of two honorary canons may be appointed from persons in Holy Orders who are not beneficed or licensed in the Diocese.
 - (6) An honorary canonry (other than that of an honorary canon appointed under paragraph (5) above) shall be vacated automatically and without execution of any instrument of resignation upon the holder ceasing to be beneficed or licensed in the Diocese.
 - (7) Any suffragan bishop, area bishop or archdeacon of the Diocese, not being a residentiary canon, shall be a supernumerary and *ex officio* honorary canon but on ceasing to hold such office the honorary canonry shall be vacated.

Office holders (continued)

Lay canons

- 22.**
- (1) There shall not be more than fourteen lay canons.
 - (2) Lay canons shall be appointed by the Bishop after consultation with the Dean from among laypersons who are actual communicants.
 - (3) Subject to paragraph (4) below, lay canons must be appointed from persons resident in the Diocese.
 - (4) A maximum of two lay canons may be appointed from persons who are not resident in the Diocese.
 - (5) Subject to paragraphs (6) and (7) below, a lay canon shall hold office for an initial period of five years but shall be eligible for re-appointment for further periods each not exceeding five years.
 - (6) The Bishop shall have power to determine, after consultation with the Dean, that a person to be appointed as a lay canon shall hold that lay canonry during the time that such person holds an office or title within the Diocese or Cathedral (which may include serving as a member of Chapter) and, if so, the lay canonry shall be vacated automatically and without the execution of any instrument of resignation when such office or title is relinquished.
 - (7) A lay canon shall vacate the relevant lay canonry automatically and without the execution of any instrument of resignation upon ceasing to be a resident in the Diocese (unless the person is appointed under paragraph (4) above).

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 having due regard to the architectural, archaeological, artistic and historic nature of the buildings for which the person appointed has responsibility.
- (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.

Music supervisor

- 26.** The Chapter must appoint a person to supervise music in the Cathedral.

Committees

Nominations Committee

- 27.**
- (1) There is to be a committee known as “the Nominations Committee”.
 - (2) The Chapter must appoint the members and chair of the Nominations Committee.
 - (3) The composition, functions and proceedings of the Nominations 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 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 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 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

- 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
 - (c) whose application for enrolment for the purposes of section 6(4) of the Measure has been granted.

Advisory bodies

- 32.**
- (1) There is to be an advisory body known as the “Congregational Forum”.
 - (2) The Congregational Forum is not a committee of the Chapter.
 - (3) Provision as to the composition, functions and proceedings of the Congregational Forum is included in the Statutes and any terms of reference.
 - (4) The terms of reference provided by the Chapter for the Congregational Forum may include the matters relating to composition, functions and proceedings which are included in the Statutes as well as any supplementary matters in accordance with the Measure.

The College of Canons

Establishment

- 33.**
- (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;
 - (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 function of discussing such matters concerning the Cathedral as may be raised by the Dean or by any other members of the College of Canons.
 - (7) The College of Canons also has the function of making provision for its own proceedings.

Amendments to Constitution

Amendments

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

Interpretation

Interpretation

- 35.** (1) In this Constitution—
- “the Bishop” means the Bishop of Ely (but see paragraph (2));
 - “the Cathedral” means the Cathedral Church of The Holy and Undivided Trinity of Ely;
 - “chief officer” means a person appointed under Article 23 above;
 - “child” means a person aged under 18;
 - “the Diocese” means the diocese of Ely 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;
 - “non-worshipping community roll” has the meaning given in Article 31 above;
 - “the Statutes” mean the statutes of the Cathedral adopted pursuant to the Measure and as revised from time to time;
 - “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; and
 - “worshipping community roll” has the meaning given in Article 31 above.
- (2) Where the functions of the Bishop 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 Bishop are to be read as references to that other bishop.
- (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) Subject to that, the Interpretation Act 1978 applies to this Constitution.

Revocation

Revocation

- 36.** The Constitution of the Cathedral made on 17 October 2000 (and subsequently amended on 11 July 2012) ceases to have effect.

The Statutes
of the Cathedral Church of the Holy
and Undivided Trinity of Ely

Office holders

The Bishop

1.
 - (1) The Bishop has the principal seat and dignity in the Cathedral.
 - (2) The Bishop may, after consultation with the Chapter, officiate in the Cathedral and use it in the Bishop's work of teaching and mission, for ordinations and synods and for other diocesan occasions and purposes.
 - (3) The Bishop shall have access to the Cathedral at all times and, if present at any service at which an absolution or blessing is pronounced, may (if the Bishop so wishes) pronounce the same.
 - (4) The Bishop may officiate at the following services—
 - (a) one principal service on Christmas Day;
 - (b) one principal service on Easter Day;
 - (c) ordination services; and
 - (d) one weekday celebration of the Holy Communion each week.
 - (5) At the services mentioned in paragraph (4) above, the Bishop may, if the Bishop so officiates—
 - (a) determine the ordering of the service including precedence;
 - (b) preside at the celebration of Holy Communion;
 - (c) preach or appoint the preacher;
 - (d) (except for the services mentioned in paragraph 4(d) above) determine the object of the collection, being an object compatible with the purposes of the Cathedral; and
 - (e) claim through the Chapter any reasonable assistance of the ministers, officers and staff of the Cathedral, and reasonable use of the furnishings, ornaments, lighting and heating.
 - (6) The Bishop may, in addition to the Bishop's rights under paragraphs (4) and (5) above, preach on a Sunday six times per year by arrangement with the Dean.

The Dean

2.
 - (1) The Dean is the principal dignitary of the Cathedral, next after the Bishop.
 - (2) The Dean shall live in the house assigned by the Chapter to the Dean (unless the Bishop grants the Dean leave to live elsewhere) and the Dean may not sub-let or use the house or any part of it for business purposes except with the express authority of the Chapter in writing.

The Chapter: general

Corporate and spiritual life

3. (1) The Dean shall foster the corporate and spiritual life of the Chapter and its members—
 - (a) by leading the Chapter in prayer at the start of every meeting of the Chapter;
 - (b) by inviting members of the Chapter to participate in the worshipping life of the Cathedral;
 - (c) by inviting the non-executive members of the Chapter to attend major events at the Cathedral; and
 - (d) in such other ways as the Dean sees fit.
- (2) The Dean and each residentiary canon shall attend morning prayer and evening prayer every day in the Cathedral unless there is a good reason to the contrary.

Congregational Forum

4. (1) The principal function of the Congregational Forum (which is established under Article 32 of the Constitution) is to communicate with the Chapter on all matters affecting the Cathedral community and on matters which the Chapter from time to time assigns to it; and the composition and proceedings of the Congregational Forum should be such as to support the exercise of that function.
- (2) The Chapter has the power under section 18(4) of the Measure to set terms of reference for the Congregational Forum in relation to its composition, functions, proceedings and reporting requirements but subject to the requirements of the Measure, the Constitution and these Statutes.

Nominations Committee

Composition etc.

- 5.
- (1) The Nominations Committee 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 non-executive member of the Chapter.
 - (3) It is for the Chapter to appoint the chair of the Committee; but that person may not be an executive member of the Chapter.
 - (4) The Chapter may remove a member of the Committee from office if—
 - (a) at least 75% of members present and voting vote in favour of the removal; and
 - (b) the removal decision is accompanied by a written record of the Chapter's reasons for removing the member of the Committee.
 - (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 more than three consecutive terms is not eligible for appointment as a member until at least 12 months have passed since the member last ceased to hold office as such.
 - (6) A member of the Committee who was a member of the Chapter at the time of appointment to the Committee ceases to be a member of the Committee automatically and without execution of any instrument of resignation upon that person ceasing to be a member of the Chapter (but this shall not prevent that person's re-appointment as a member of the Committee).
 - (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 Committee must advise the Chapter on—
 - (a) the recruitment of non-executive members;
 - (b) the recruitment of members of committees of the Chapter; and
 - (c) the training needs of members of the Chapter.
 - (2) The Nominations 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 Committee itself) and members of each sub-committee; 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 Committee must liaise and co-operate with each other committee and each sub-committee of the Chapter.
 - (4) The Nominations Committee must recommend to the Bishop 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 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 seven 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. A member shall not form part of the quorum in relation to an item of business if that member is precluded from forming part of the quorum by virtue of the Chapter's conflict of interest policy maintained under Article 8(2) of the Constitution.
 - (8) Articles 12(5) and (6) of the Constitution (remote participation) apply to a meeting of the Committee as they apply to a meeting of the Chapter.

Reporting

- 8.
- (1) A draft of the minutes of each meeting of the Nominations Committee must be circulated promptly to each member of the Committee for approval.
 - (2) Once the minutes of a meeting of the Committee 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 Committee thinks appropriate.
 - (3) 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 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, following consultation with the Nominations 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.
 - (4) The Chapter may remove a member of the Committee from office if—
 - (a) at least 75% of members present and voting vote in favour of the removal; and
 - (b) the removal decision is accompanied by a written record of the Chapter's reasons for removing the member of the Committee.
 - (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 more than three consecutive terms is not eligible for appointment as a member, until at least 12 months have passed since the member last ceased to hold office as such.
 - (6) A member of the Committee who was a member of the Chapter at the time of appointment to the Committee ceases to be a member of the Committee automatically and without execution of any instrument of resignation upon that person ceasing to be a member of the Chapter (but this shall not prevent that person's re-appointment as a member of the Committee).
 - (7) 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, the Dean may speak but may not vote.
 - (8) 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.
 - (9) 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.
 - (10) 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.
 - (3) The Finance Committee shall also have regard to any applicable guidance issued by the Charity Commission.

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 four 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 invited to attend the meeting by virtue of Article 10(7), (8) or (9) above, at least seven 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(10) 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. A member shall not form part of the quorum in relation to an item of business if that member is precluded from forming part of the quorum by virtue of the Chapter's conflict of interest policy maintained under Article 8(2) of the Constitution.
 - (8) Articles 12(5) and (6) of the Constitution (remote participation) apply to a meeting of the Committee as they apply to a meeting of the Chapter.

Reporting

- 13.**
- (1) A draft of the minutes of each meeting of the Finance Committee must be circulated promptly to each member of the Committee.
 - (2) Once the minutes of a meeting of the Committee 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 Committee thinks appropriate.
 - (3) 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 three 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, following consultation with the Nominations 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) at least 75% of members present and voting vote in favour of the removal; and
 - (b) the removal decision is accompanied by a written record of the Chapter's reasons for removing the member of the Committee.
 - (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 more than three consecutive terms is not eligible for appointment as a member, until at least 12 months have 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, the Dean 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), (7) or (8) above, at least seven 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(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 two members, at least one of whom must be a non-executive member of the Chapter. A member shall not form part of the quorum in relation to an item of business if that member is precluded from forming part of the quorum by virtue of the Chapter's conflict of interest policy maintained under Article 8(2) of the Constitution.
 - (8) Articles 12(5) and (6) of the Constitution (remote participation) apply to a meeting of the Committee as they apply to a meeting of the Chapter.

Reporting

- 18.**
- (1) A draft of the minutes of each meeting of the Audit and Risk Committee must be circulated promptly to each member of the Committee.
 - (2) Once the minutes of a meeting of the Committee 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 Committee thinks appropriate.
 - (3) 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 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 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) at least 75% of members present and voting vote in favour of the removal; and
 - (b) the removal decision is accompanied by a written record of the Chapter's reasons for removing the member of the committee.
 - (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 more than three consecutive terms is not eligible for election, or for appointment or co-option as a member, until at least 12 months have passed since the member last ceased to hold office as such.
 - (6) A member of the committee who was a member of the Chapter at the time of appointment to the committee ceases to be a member of the committee automatically and without execution of any instrument of resignation upon that person ceasing to be a member of the Chapter (but this shall not prevent that person's re-appointment as a member of the committee).
 - (7) A member of the Senior Management Group is entitled to attend the whole or part of a meeting of the committee and is entitled to speak but not vote.
 - (8) Any member of the Chapter is entitled to attend the whole or part of any meeting of the committee and is entitled to speak but not to 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.

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.
 - (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 or the committee under which the sub-committee sits may remove a member of the sub-committee from office if—
 - (a) at least 75% of members present and voting vote in favour of the removal; and
 - (b) the removal decision is accompanied by a written record of the Chapter's or committee's reasons for removing the member of the sub-committee.
 - (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 more than three consecutive terms is not eligible for election, or for appointment or co-option as a member, until at least 12 months have passed since the member last ceased to hold office as such.
 - (7) A member of the sub-committee who was a member of the Chapter at the time of appointment to the sub-committee ceases to be a member of the sub-committee automatically and without execution of any instrument of resignation upon that person ceasing to be a member of the Chapter (but this shall not prevent that person's re-appointment as a member of the sub-committee).
 - (8) A member of the sub-committee who was a member of the committee under which the sub-committee sits at the time of appointment to the sub-committee ceases to be a member of the sub-committee automatically and without execution of any instrument of resignation upon that person ceasing to be a member of the relevant committee (but this shall not prevent that person's re-appointment as a member of the sub-committee).
 - (9) A member of the Senior Management Group 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 or invited to attend the meeting by virtue of Article 20(7) or (8), or 21(9) above, at least seven 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(9) 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. A member shall not form part of the quorum in relation to an item of business if that member is precluded from forming part of the quorum by virtue of the Chapter's conflict of interest policy maintained under Article 8(2) of the Constitution.
 - (7) Articles 12(5) and (6) of the Constitution (remote participation) apply to a meeting of the committee or sub-committee 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) 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,
 - (3) Once the minutes of a meeting are approved, the minutes—
 - (a) must be sent to every member of the Chapter; and
 - (b) (in the case of a sub-committee) must be sent to every member of the committee under which the sub-committee sits; and
 - (c) 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) The functions of the chief officers are set out in each officer's instrument of appointment and in the Chapter's schemes of delegation.
- (2) The Chief Operating Officer is the 'administrator of the cathedral' for the purpose of the Care of Cathedrals Measure 2011.

Establishment of management group

27. There is to be a group called the Senior Management Group, concerned with the management of the Cathedral.

Membership of group

28. The members of the Senior Management Group 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.

Functions of group

29. (1) The Senior Management Group—
- (a) is responsible to the Chapter for the day-to-day management of the Cathedral's affairs; and
 - (b) undertakes such roles and duties as are delegated to it in the Chapter's schemes of delegation.
- (2) The Chapter may issue to the Senior Management Group schemes of delegation (and may update such schemes from time to time) setting out the terms on which the Senior Management Group may take decisions on behalf of the Chapter and any associated conditions or limitations.
- (3) Schemes of delegation may authorise the Senior Management Group to further delegate such authority to committees of the Senior Management Group, individual members of the Senior Management Group or employees of the Chapter.

Proceedings of group

- 30.**
- (1) It is for either of the chief officers, or the Dean, to convene a meeting of the Senior Management Group.
 - (2) The Senior Management Group must hold a sufficient number of meetings (no fewer than four) in each year to enable it to discharge effectively its responsibilities to Chapter.
 - (3) Notice of a meeting of the Senior Management Group must, unless otherwise agreed, be given to each member of the Senior Management Group at least seven days before the date of the meeting.
 - (4) Notice of a meeting of the Senior Management Group must—
 - (a) specify when and where the meeting is to be held;
 - (b) include an agenda for the meeting; and
 - (c) be accompanied by relevant papers for the meeting.
 - (5) In so far as it is not reasonably practicable for the relevant papers for a meeting 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 Senior Management Group is three members at least one of whom must be the Dean or Canon in Residence and at least one of whom must be a chief officer.
 - (7) Articles 12(5) and (6) of the Constitution (remote participation) apply to a meeting of the Senior Management Group as they apply to a meeting of the Chapter.

Accountability of group

- 31.**
- (1) The Senior Management Group is accountable to the Chapter for the executive management of the Cathedral and is responsible for formulating strategies, plans and budgets for approval by the Chapter.
 - (2) The Senior Management Group must submit a written report of its proceedings to each meeting of the Chapter.

Committees of group

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

Dignities

- 33.**
- (1) The Chapter may appoint a High Bailiff, Chapter Steward, Chapter Clerk, Chapter Registrar, Sacrist and Sub-sacrist on such terms and conditions as the Chapter may decide.
 - (2) Such appointments shall be honorary, unless agreed in writing with the Chapter.
 - (3) The Chapter may appoint such other dignities as it considers appropriate.

Etheldreda Canons

- 34.**
- (1) There shall be not more than four honorary Etheldreda Canons who shall be appointed by the Bishop with the agreement of the Dean after consultation with the Chapter from among persons who are members of Christian churches and congregations other than churches of the Anglican Communion and hold some office or perform some function which in the Bishop's opinion is or should be connected with the Diocese or Cathedral.
 - (2) A title conferred under this provision shall constitute a dignity in the Cathedral but not an office and, in particular, the holder shall not by virtue of that title be a canon for the purposes of the Measure nor a member of the College of Canons.
 - (3) Every Etheldreda Canon on appointment shall be presented by the Bishop and shall be welcomed by the Dean or a Residentiary Canon in an appropriate manner.
 - (4) Subject and so far as permitted by law, an Etheldreda Canon may take such part in the services of the Cathedral as Chapter may assign to the Etheldreda Canon.
 - (5) An Etheldreda Canon shall continue to hold that dignity for a period of five years, renewable for one further period of five years. On ceasing to hold the office or perform the function set out at paragraph (1) above, or on expiration of the said period, the Etheldreda Canon shall vacate that dignity automatically and without the execution of any instrument of resignation unless the Bishop otherwise determines.
 - (6) The Bishop may confer upon an Etheldreda Canon who vacates that dignity the title Etheldreda Canon Emeritus. A title conferred under this provision shall confer no vested interest and, in particular, the holder shall not by virtue of that title be a member of the College of Canons.

Residence

Residence for residentiary canons

- 35.**
- (1) The residentiary canons shall undertake such duties in the Cathedral as the Chapter shall determine after consultation with them. They shall strengthen the whole corporate life, worship, and work of the Cathedral and promote the ministry of the Cathedral in the Diocese.
 - (2) At all times a residentiary canon or the Dean shall be the Canon in Residence. The Chapter shall not later than the last day of October in each year determine the times during which each person shall be the Canon in Residence in the following year.
 - (3) The Canon in Residence shall supervise all worship in the Cathedral during the period of residence and be available for urgent pastoral demands.
 - (4) Each residentiary canon shall live in the house assigned by the Chapter to the residentiary canon's office (unless the Dean grants the residentiary canon leave to live elsewhere) and the residentiary canon may not sub-let or use the house or any part of it for business purposes except with the express authority of the Chapter in writing.
 - (5) No residentiary canon shall hold a Benefice or undertake parochial responsibility outside the Cathedral save with the written consent of the Bishop and the Chapter.
 - (6) The Chapter may give to any residentiary canon responsibility for a department of the Cathedral or for part of its operations and, if seen fit, an accompanying title.

Worship

Divine Service and preaching

- 36.**
- (1) The Dean shall have the right to preach or appoint the preacher at the accustomed time on a Sunday once in every month as the Dean shall choose, not being a Sunday chosen by the Bishop under Article 1(6) above.
 - (2) The rights conferred on the Bishop by Article 1 and on the Dean by paragraph (1) shall be dependent upon notice being given by them to the Chapter before the first day of October each year of the occasions selected by them for the exercise of the rights in the following year.
 - (3) On any Sunday on which neither the Bishop nor the Dean has exercised a right to preach or appoint a preacher, the Canon in Residence shall be responsible for preaching or appointing a preacher. In granting invitations to external preachers, the Canon in Residence shall have regard to any policy created by the Chapter.
 - (4) No one other than a clerk in Holy Orders or a duly licensed Reader of the Church of England or of a Church in Communion with the Church of England, shall preach in the Cathedral without the agreement of the Dean.
 - (5) In granting invitations to external preachers under paragraphs (1) and (3), the Dean or Canon in Residence shall have regard to any relevant policy created by the Chapter.

Order of precedence

- 37.** The order of precedence in processions at services held in the Cathedral shall be as follows—
- (i) the Bishop or any suffragan bishop or assistant bishop when acting for the Bishop in the Bishop's absence;
 - (ii) the Chancellor of the Diocese;
 - (iii) the Dean;
 - (iv) the Residentiary Canons;
 - (v) the senior non-executive member of the Chapter;
 - (vi) other non-executive members of the Chapter;
 - (vii) any suffragan bishop or assistant bishop not acting for the Bishop in the Bishop's absence;
 - (viii) the Archdeacons;
 - (ix) the Honorary Canons;
 - (x) the Lay Canons;
 - (xi) the Etheldreda Canons;
 - (xii) the Chief Operating Officer;
 - (xiii) the Chief Finance Officer;
 - (xiv) those persons listed in the preamble to the Constitution who have been installed;
 - (xv) all other persons listed in the preamble to the Constitution;
 - (xvi) the Diocesan Registrar; and
 - (xvii) the Vice-Presidents of the Diocesan Synod and the Rural Deans and Lay Chairmen of the Deanery Synods.

Provided always that where there is more than one person in any of the above categories, they shall rank in order of date of appointment.

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.

Archaeologist

40. (1) As required by section 23(2) of the Care of Cathedrals Measure 2011, the Chapter shall appoint a cathedral archaeologist.
- (2) A person shall be appointed under paragraph (1) only if the Chapter considers that the person has qualifications and expertise appropriate to the exceptional archaeological character of the Cathedral Church and precinct.

Archivist

41. The Chapter may appoint an Archivist who shall be responsible for the Chapter Archives at Ely and those deposited on loan at the Cambridge University Library and elsewhere.

Patronage

42. The power of presentation or nomination to a benefice in the patronage of the Cathedral is exercisable by the Chapter, a patronage committee of the Chapter, or the Dean.

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—
- “Canon in Residence” means, at any given time, the residentiary canon acting as such in accordance with arrangements made by the Chapter under Article 35(2);
- “chief officer” means a person appointed under Article 23 of the Constitution;
- “the Bishop” means the Bishop of Ely (but see paragraph (2));
- “the Cathedral” means the Cathedral Church of The Holy and Undivided Trinity of Ely;
- “the Measure” means the Cathedrals Measure 2021; and
- “worshipping community roll” has the meaning given in Article 31 of the Constitution.
- (2) Where the functions of the Bishop 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 Bishop are to be read as references to that other bishop.
- (2) A reference in these Statutes to a provision of the Measure is to be read as a reference to that provision as for the time being amended, extended or applied by or under any other Measure.
- (3) Subject to that, the Interpretation Act 1978 applies to these Statutes.

Revocation

Revocation

- 45.** The Statutes of the Cathedral made on 17 October 2000 (subsequently amended on 11 July 2012) cease to have effect.

SCHEDULE

Cathedral Oaths

A. Oath by the Dean

No person shall be installed as Dean until the person has made the following oath—

I, NN, who have been nominated, elected and instituted Dean of this Cathedral Church of the Holy and Undivided Trinity of Ely, lay hold of God's most holy Gospels and swear by Almighty God that to the best of my power I will preserve, and cause to be preserved, the lands, holdings, revenues, possessions, rights and liberties, as also the privileges and all other concerns of this Church; and I will most faithfully observe each and all of the Statutes and Ordinances of the most worshipful King Charles the Third, and as far as in me lies will cause them by others also to be observed; and I will not obstruct anything that may lawfully be done to the advantage and honour of this Church, but will defend its dignity at all times and be an ambassador for the Cathedral in the Diocese and throughout the Church nationally and if I be called, elected and designated to exercise any office in the aforesaid Cathedral Church, I will not refuse to perform and diligently to do it so far as I am able. I will fulfil each and all of these things: So help me God and these God's holy Gospels.

B. Oath by a Canon

No person shall be installed as a canon until the person has made the following oath—

I, NN, who have been nominated, elected and instituted a Canon of this Cathedral Church of the Holy and Undivided Trinity of Ely, lay hold of God's most holy Gospels and swear by Almighty God that to the best of my power I will preserve, and cause to be preserved, the lands, holdings, revenues, possessions, rights and liberties, as also the privileges and all other concerns of this Church; and I will most faithfully observe each and all of the Statutes and Ordinances of the most worshipful King Charles the Third, and as far as in me lies will cause them by others also to be observed; and I will not obstruct anything that may lawfully be done to the advantage and honour of this Church, but will defend its dignity at all times and be an ambassador for the Cathedral in the Diocese and throughout the Church nationally and if I be called, elected and designated to exercise any office in the aforesaid Cathedral Church, I will not refuse to perform and diligently to do it so far as I am able. I will fulfil each and all of these things: So help me God and these God's holy Gospels.

