



PREAMBLE

Global Fellowship of Christian Youth was founded as a charity in 1963 under the name of The World Conference of The Boys' Brigade in order to serve as the international fellowship of The Boys' Brigade. From 1968 Christian youth organisations other than The Boys' Brigade were admitted into membership resulting, in 1976, in the adoption of a revised name and constitution.

The constitution was further revised in 2002 and under the name Global Fellowship of Christian Youth the charity continues to operate as the global fellowship of The Boys' Brigade as well as other organisations in order to recognise and promote Christian youth work around the world. The member organisations of the charity offer a programme of activities and personal learning for young people within a Christian environment. The charity recognises that the methods by which its member organisations work in their community depend upon local conditions and needs.

Global Fellowship

1. The name of the charity is "Global Fellowship of Christian Youth" (in this document known as "Global Fellowship" or "the Charity").
2. Global Fellowship is constituted as an unincorporated association that is recognised as a registered charity by the Charity Commission of England and Wales by registration number 275036.

Object

3. The object of Global Fellowship is the advancement of Christ's Kingdom, the promotion of education and the relief of poverty amongst the youth of the world by serving and supporting member organisations.

Members

4. The members of Global Fellowship shall be:
 - 4.1 those organisations listed in the appendix to this constitution that were members of Global Fellowship as at the date that this revised constitution took effect; and
 - 4.2 those organisations that are admitted to membership in accordance with provisions made from time to time in, or in rules made pursuant to, Standing Orders pursuant to clause 44 (in this constitution "Standing Orders").
5. To be eligible for membership of Global Fellowship an organisation must be:
 - 5.1 an integral part of the Christian church;
 - 5.2 ecumenical in membership and outlook;
 - 5.3 working with and for children and young people;
 - 5.4 organised on democratic principles; and
 - 5.5 meet any additional criteria set by Global Fellowship pursuant to Clause 4.2 from time to time.



Global Fellowship General Meeting

6. A general meeting of the members of Global Fellowship may be held at not less than five-yearly intervals, and may be called by the Global Fellowship Executive Committee or upon the written request of not less than three Regional Fellowships or not less than five member organisations submitted to the Executive Committee at the Global Fellowship Office. Such a meeting shall be consultative only. If called for at the request of Regional Fellowships or members, the Executive Committee shall call such a meeting within twelve months of receiving the written request. The arrangements shall be made in accordance with Standing Orders.

Global Fellowship Council Meeting

7. Global Fellowship shall hold a Global Fellowship Council Meeting every three years. The period of time between one Global Fellowship Council Meeting and another shall not be less than thirty months nor more than forty two months.
8. The business of a Global Fellowship Council Meeting held pursuant to Clause 7 shall include but not be limited to the following:
 - 8.1. Election (where required) of representatives to the Global Fellowship Executive Committee for the purposes of clause 21 from the representatives of the Regional Fellowships as set down in clause 18;
 - 8.2. consideration of Global Fellowship's accounting statements over the period since the last Global Fellowship Council Meeting;
 - 8.3. consideration of reports, budgets, and proposals from the Global Fellowship Executive Committee, the Chief Executive, or member organisation(s); and
 - 8.4. adopting, revising, or repealing a mission statement for the Charity.
9. In the event of an urgent reason the Global Fellowship Executive Committee may call a special Global Fellowship Council Meeting in addition to that required under clause 7.
10. If three or more Regional Fellowships or five or more member organisations request a special council meeting by written notice to the Global Fellowship Executive Committee at the Global Fellowship Office then the Global Fellowship Executive Committee shall arrange a special Global Fellowship Council Meeting within four months of receiving that notice. The notice of such a request must state the business to be discussed, and only such business shall be discussed at a special council meeting of the Charity.
11. The Secretary shall be responsible for giving a minimum of one month's written notice of all Council meetings of the Charity.

Proceedings at Global Fellowship Council Meetings

12. No business shall be transacted at a Global Fellowship Council Meeting unless there is a quorum present. The quorum shall consist of representatives of not fewer than four Regional Fellowships.
13. The chairman of the meeting shall be the Chairman of the Global Fellowship Executive Committee or in his absence another trustee elected by the Council.



14. The Secretary or another person specially appointed by the Global Fellowship Executive Committee shall keep a full record of proceedings at every Council Meeting.

Regional Fellowships

15. The Global Fellowship Executive Committee shall have the power to organise member organisations into Regional Fellowships after consulting with the member organisations in the affected geographical areas. Regional Fellowships shall not have objects and powers, or be organised in accordance with provisions, which are contrary to this constitution or to Standing Orders.
16. The Global Fellowship Executive Committee shall have the powers to alter the number of regional fellowships, to alter the regional membership of a member organisation of Global Fellowship, and to decide on any other matter related to the regional structure of Global Fellowship after consulting with the affected Fellowships and member organisations.
17. Any decision made by the Global Fellowship Executive Committee pursuant to clauses 15 and 16 may be brought before the next Global Fellowship Council Meeting by any member organisation or Regional Fellowship for consideration.

Representation of Regional Fellowships at Global Fellowship Council Meetings

18. The representatives of the Regional Fellowships that shall be entitled to attend a Global Fellowship Council Meeting shall be appointed in accordance with arrangements set out in Standing Orders from time to time.
19. Each Regional Fellowship shall be responsible for nominating its representative(s) to attend Global Fellowship Council Meetings providing that in Regional Fellowships that have organisations that are not in membership of Global Fellowship the process of nomination involves only those organisations that are members of Global Fellowship and that the representative(s) chosen originate from an organisation that is a member of Global Fellowship.

Executive Committee of Global Fellowship

20. The Executive Committee of Global Fellowship (who shall be the trustees of Global Fellowship) (in this Constitution the "Executive Committee") shall not be less than three nor more than six persons.
21. The Executive Committee shall consist of
 - 21.1. Four members who shall be elected from amongst the representatives from Regional Fellowships to the Global Fellowship Council, not more than two persons being elected from the same Regional Fellowship; and
 - 21.2. Not more than two persons who shall be co-opted by the Executive Committee to serve until the conclusion of the next Global Fellowship Council Meeting.
22. All the members of the Executive Committee shall retire from office together at the end of the regular Global Fellowship Council Meeting next held pursuant to Clause 7 after they were appointed but may be re-elected or re-appointed.



23. In the event of a trustee resigning or leaving a post vacant the Executive Committee shall have power to co-opt a suitable person to fill that vacancy until the next scheduled Global Fellowship Council Meeting, but the Executive Committee shall not be obliged to do so.
24. No person may be appointed as a trustee
 - 24.1. unless he has attained the age of 18 years; or
 - 24.2. in circumstances such that had he already been a trustee he would have been disqualified from acting under the provisions of clause 28.
25. The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
26. Subject to the provisions of clause 59 of this Constitution the trustees may appoint one or more of their number to an unremunerated executive office of Global Fellowship and any such appointment of a trustee to an executive office shall terminate if he ceases to be a trustee.
27. Except to the extent permitted by clause 59 of this Constitution no trustee shall take or hold any interest in property belonging to Global Fellowship or receive remuneration or be interested otherwise than as a trustee in any other contract to which Global Fellowship is party.

Determination of membership of Executive Committee

28. A trustee shall cease to hold office if he
 - 28.1. ceases to be a trustee by virtue of being disqualified from acting as a trustee by virtue of section 45 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision); or
 - 28.2. becomes incapable by reason of mental disorder illness or injury of managing and administering his own affairs; or
 - 28.3. resigns his office by notice to Global Fellowship (but only if at least two trustees will remain in office when the notice of resignation is to take effect); or
 - 28.4. is absent without permission of the trustees from all the meetings of trustees held within a period of twelve months and the trustees resolve that his office be vacated.

Powers of the Trustees/Executive Committee

29. Subject to the provisions of legislation, this Constitution, and the Standing Orders and to any directions given by resolution of a Global Fellowship Council Meeting the business of Global Fellowship shall be managed by the Executive Committee who may exercise all the powers of Global Fellowship.
30. No alteration of the Constitution or Standing Orders and no such direction shall invalidate any prior act of the trustees that would have been valid if that alteration had not been made or that direction had not been given.
31. The Executive Committee shall meet at least twice per year.



32. The trustees shall exercise the powers given by clause 56 when meeting as the Executive Committee at which a quorum is present.

Proceedings of Trustees

33. Subject to the provisions of the Constitution and Standing Orders, the trustees may regulate their proceedings as they think fit.
34. The trustees shall after their appointment at a scheduled Global Fellowship Council Meeting meet together and choose a chairman from among their number who shall be proposed to the Council for approval prior to the conclusion of the business of that meeting of the Council. The chairman shall also act as chairman of the next scheduled Council meeting until the conclusion of that meeting, and of any special Council meeting called in the interim.
35. A trustee may and the Secretary at the request of a trustee shall call a meeting of the trustees.
36. Questions arising at an Executive meeting shall be decided by a majority of votes and in the case of an equality of votes the chairman shall have a second or casting vote.
37. The quorum for the transaction of the business of the trustees may be fixed by the trustees but shall not be less than two trustees.
38. The trustees may act notwithstanding any vacancies in their number but if the number of trustees is less than the number fixed as the quorum the continuing trustees or trustee may only act for the purpose of filling vacancies or calling of a general meeting.
39. The chairman shall preside at every meeting of trustees but if there is no trustee holding that office or if the chairman is not present at the meeting the trustees present may appoint one of their number to be chairman of the meeting.
40. The trustees may appoint one or more sub-committees for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the trustees would be more conveniently undertaken or carried out by a sub-committee provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the trustees.
41. All acts done by a meeting of trustees or of a committee of trustees shall notwithstanding that it be afterwards discovered that there was a defect in the appointment of any trustee or that any of them were disqualified from holding office or had vacated office or were not entitled to vote be as valid as if every such person had been duly appointed and was qualified and had continued to be a trustee and had been entitled to vote.
42. A resolution in writing signed by all the trustees entitled to receive notice of a meeting of trustees or of a committee of trustees shall be as valid and effectual as if it had been passed at a meeting of trustees or (as the case may be) a committee of trustees duly convened and held and such a resolution may consist of several documents in the same form each signed by one or more trustees.
43. The Executive Committee shall keep minutes of the proceedings of meetings of the Executive Committee and of any sub-committee.
44. The Executive Committee may from time to time make and alter rules for the conduct of their business and for the efficient conduct of the affairs of the Global Fellowship ("Standing



Orders"). Standing orders shall be subject to review by Global Fellowship Council from time to time, but shall take effect when made by the Executive Committee unless and until amended by the Council.

The Secretary

45. The Secretary shall be appointed by the trustees for such term and at such remuneration (if not a trustee) and upon such conditions as they may think fit and any Secretary so appointed may be removed by them.
46. The office of the Secretary shall operate in conjunction with the post of chief executive in accordance with clause 49.

The Chief Executive

47. The Chief Executive shall report to the Executive Committee and work and act as required by the trustees.
48. The Chief Executive if employed under a contract of service that provides for remuneration may not be a trustee.
49. The Chief Executive shall be engaged on a remunerated or unremunerated basis in accordance with the Constitution and shall inter alia undertake the following functions:
 - 49.1. carry out the policies and directions set down in the Constitution and Standing Orders;
 - 49.2. execute the instructions, directions, and resolutions of the Executive Committee and the Council; and
 - 49.3. be responsible for the work and management of any staff employed by Global Fellowship.

The Treasurer

50. The Treasurer shall be appointed by the Global Fellowship Council on the nomination of the Executive Committee for such term and at such remuneration (if not a trustee) and upon such conditions as they may think fit and any Treasurer so appointed may be removed by them.
51. The Treasurer appointed under clause 50 may be a trustee providing that he is not in receipt of remuneration and that the appointment complies with clause 59 of the Constitution.
52. The Treasurer need not be a representative of a Regional Fellowship.
53. If the Treasurer is also the representative of a Regional Fellowship he shall have the right to attend and speak at all meetings of the Global Fellowship and to vote as such representative. If he is not the representative of a Regional Fellowship he shall have the right to attend and speak at all meetings of the Global Fellowship unless the trustees resolve to exclude him but he shall not have a right to vote. In each case, for the avoidance of doubt, the right to attend and speak at meetings includes the right to receive notice of, attend and speak at, meetings of the Executive Committee, but he shall not be entitled to vote at such meetings as Treasurer, but without prejudice to any voting rights he may have as a trustee.

Administration

54. Subject to the matters set out below Global Fellowship and its property and assets shall be



administered and managed in accordance with this constitution by the Executive Committee.

55. The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to:
- 55.1. the keeping of accounting records for the Charity;
 - 55.2. the preparation of annual statements of account for the Charity;
 - 55.3. the auditing or independent examination of the statements of account of the Charity;
 - 55.4. the transmission of the statements of account of the Charity to the Charity Commission;
 - 55.5. the preparation of an annual report and its transmission to the Charity Commission; and
 - 55.6. the preparation of an annual return and its transmission to the Charity Commission.

Powers

56. In furtherance of the objects but not otherwise the Executive Committee may exercise the following powers:
- 56.1. to draw, make, accept, endorse, discount, execute, and issue promissory notes, bills, cheques, and other instruments and to operate bank accounts in the name of Global Fellowship;
 - 56.2. to raise funds and to invite and receive contributions provided that in raising funds Global Fellowship shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
 - 56.3. to acquire (by purchase, lease, exchange, gift or otherwise), alter, improve, construct, develop, maintain and equip for use, and (subject to such consents as may be required by law) sell, let on lease, charge or otherwise dispose of property;
 - 56.4. subject to Clause 59 below to employ such staff who shall not be trustees of Global Fellowship as are necessary for the proper pursuit of the object and to make all reasonable and necessary provision for the payment of salaries, pensions, and superannuation for staff and their dependants;
 - 56.5. to establish or support any charitable trusts associations or institutions formed for the object;
 - 56.6. to co-operate with other charities, voluntary bodies, and statutory authorities operating in furtherance of the object or similar charitable purposes and to exchange information and advice with them;
 - 56.7. to pay out of the funds of Global Fellowship the costs, charges, and expenses of and incidental to the formation and registration of the Global Fellowship;
 - 56.8. to establish such advisory committees as the Executive Committee may think fit;
 - 56.9. to do all such other lawful things as are necessary for the achievement of the object;
 - 56.10. to expend the funds of Global Fellowship in such manner as they shall consider most beneficial for the achievement of the object and to invest in the name of Global Fellowship such part of the funds as they may see fit and to direct the sale or transposition of any such investments and to expend the proceeds of any such sale in furtherance of the object of Global Fellowship;
 - 56.11. to enter into contracts on behalf of Global Fellowship; and
 - 56.12. to provide indemnity insurance to cover the liability of the Trustees (or any of them) which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of trust, or breach of duty of which they may be guilty in relation to Global Fellowship provided that any such insurance shall not extend to any claim arising from any act or omission which the Trustees (or any of them) knew to be a breach of trust or breach of duty or which was committed by the Trustees (or any of them) in reckless disregard of whether it was in breach of trust or breach of duty or not.



No personal Interests

57. Subject to Clause 59 below, no member of the Executive Committee shall acquire any interest in property belonging to the Charity (otherwise than as a trustee for the Charity) or receive remuneration or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by the Executive Committee.

Income and Property

58. The income and property of Global Fellowship shall be applied solely towards the promotion of the object and no part shall be paid or transferred directly or indirectly by way of dividend, bonus, or otherwise by way of profit to members of Global Fellowship.
59. No trustee shall be appointed to any office of Global Fellowship paid by salary or fees or receive any remuneration or other benefit in money or moneys worth from Global Fellowship provided that nothing in this document shall prevent any payment in good faith by Global Fellowship
- 59.1. of the usual professional charges for business done by any trustee who is a solicitor, accountant or other person engaged in a profession or by any partner of his or hers when instructed by Global Fellowship to act in a professional capacity on its behalf provided that at no time shall a majority of trustees benefit under this provision and that a trustee shall withdraw from any meeting at which his or her appointment or remuneration or that of his or her partner is under discussion;
- 59.2. of reasonable and proper remuneration for any services rendered to Global Fellowship by any member, officer or servant of Global Fellowship who is not a trustee;
- 59.3. of interest on money lent by any member of Global Fellowship or trustee at a reasonable and proper rate per annum not exceeding 2 per cent more than the published base lending rate of a clearing bank to be selected by the trustees;
- 59.4. of fees remuneration or other benefit in money or moneys worth to any company of which a trustee may also be a member holding not more than 1 per cent of the issued capital of that company;
- 59.5. of reasonable and proper rent for premises demised or let by any member of Global Fellowship or a trustee; or
- 59.6. to any trustee of reasonable out-of-pocket expenses.
60. The funds of the Charity, including all donations, contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of the Charity at such bank as the Executive Committee shall from time to time decide. Any such bank account shall indicate the name of Global Fellowship. The operation of such accounts shall be in accordance with directions made by the trustees.

General Power of Investment

61. Global Fellowship has the power to invest the monies of Global Fellowship not immediately required for its purposes in or upon such investments securities or property as the trustees think fit subject to:
- 61.1. such conditions (if any) and such consents (if any) as may be imposed or required by law; and
- 61.2. the provisions of any Standing Orders in force from time to time.



62. Subject to Clause 63, the Executive Committee shall cause the title to:
- 62.1. All land held by or in trust for the Charity which is not vested in the Official Custodian for Charities; and
- 62.2. all investments held by or on behalf of the Charity;
to be vested either in a corporation entitled to act as custodian trustee or in not less than three individuals appointed by them as holding trustees. Holding trustees may be removed by the Executive Committee at their pleasure and shall act in accordance with the lawful directions of the Executive Committee. Provided that they act only in accordance with such lawful directions of the Executive Committee, the holding trustees shall not be liable for the acts and defaults of their number.
63. If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the Charity, the Executive Committee may permit any investments held in trust for the Charity to be held in the name of a clearing bank, trust corporation or any stockbroking company which is a member of The London Stock Exchange Limited (or any subsidiary of any such stockbroking company) as nominee for the Executive Committee, and may pay such a nominee reasonable and proper remuneration for acting as such.

Notices

64. Any notice required to be served on any member of the Charity shall be in writing and shall be served by the Secretary or by the Executive Committee on any member either personally or by sending it through the post in a prepaid letter addressed to the Secretary or Executive Committee of the member at his or their last known address, and any letter so sent shall be deemed to have been received within 10 days of posting. Any notice to be served upon the Charity by a member shall be subject to similar provisions as to service and receipt.

Liability

65. In the event of the dissolution or winding up of Global Fellowship every member of Global Fellowship undertakes to contribute on an equal basis amongst the members such amount as may be required to the assets of Global Fellowship if it should be wound up while that member is a member or within one year after they cease to be a member for payment of the debts and liabilities of Global Fellowship contracted before they ceased to be a member and of the costs, charges, and expenses of winding up and for the adjustment of the rights of the contributories among themselves.
66. A copy of the statement of accounts, or account and statement, for the final accounting period of the Charity must be sent to the Commissioners, and this shall be the responsibility of the Executive Committee.

Dissolution

67. If the Executive Committee decides that it is necessary or advisable to dissolve the Charity it shall call a meeting of Council, of which not less than one month's notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Executive Committee shall have power to realise any assets held by or on behalf of the Charity. If, after all of the debts and liabilities of the Charity have been satisfied there remains any residual property the trustees shall give or transfer such property to any one or more organisations whether based in the United Kingdom or



elsewhere having objects similar to the object of the Charity, or which are themselves charitable bodies.

Standing Orders

68. The constitution shall be read in conjunction with the Standing Orders of Global Fellowship that shall exist to govern the procedure and method by which Global Fellowship shall operate.

Application of Law

69. The constitution and any standing orders that may exist shall be construed and take effect in accordance with English law.

Changes to the Constitution

70. The Constitution may be altered by a resolution passed by not less than 75% of the representatives present and voting at a Global Fellowship Council Meeting, or by a resolution in writing signed by not less than 75% of the representatives entitled to receive notice of such a meeting, which shall be as valid and effectual as if it had been passed at a Council Meeting duly convened and held. Such a written resolution may consist of several documents in the same form each signed by one or more representatives. The notice of the Council Meeting must include notice of the resolution, setting out the terms of the alteration proposed.
71. Notwithstanding clause 70, no amendment may be made to Clause 1 (Name of Charity); Clause 3 (Object); Clause 57 (Executive members not to be personally interested); Clause 67 (Dissolution); or this Clause without the prior consent in writing of the Commissioners.
72. No amendment may be made to this Constitution which would have the effect of making the Charity cease to be a charity under the law of England and Wales.
73. The Executive Committee shall promptly send to the Commissioners a copy of any amendment to this Constitution.



APPENDIX
MEMBERS OF GLOBAL FELLOWSHIP

Pursuant to clause 4 of the constitution, the members of Global Fellowship as at the date of the adoption of the constitution were:

Country	Organisation
Anguilla	The Boys' Brigade
Antigua	The Boys' Brigade
Aruba	The Boys' Brigade
Australia	The Boys' Brigade
Bahamas	The Boys' Brigade
Bangladesh	Sishu Kishore Sangha
Bangladesh	Pathway
Belize	The Boys' Brigade
Benin	The Boys' and Girls' Brigade
Bermuda	The Boys' Brigade
Brazil	Batalhao Dan Bandeira
Brunei	The Boys' Brigade
Burundi	The Boys' and Girls' Brigade
Cameroon	The Boys' Brigade
Canada	Brigade Canada
Cayman Islands	The Boys' Brigade
Cook Islands	The Boys' Brigade
DR Congo	Youth of Living Water
Cote D'Ivoire	The Boys' Brigade
Curacao	The Boys' Brigade
Denmark	Frivilligt Dreng-og Pige-Forbund
Dominica	The Boys' Brigade
Fiji	The Boys' Brigade
Finland	Poikien Ja Tyttojen Keskus

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Finland	Nuorten Keskus
Gambia	The Boys' Brigade
Ghana	The Boys' Brigade
Grenada	Brigade Grenada
Guyana	The Boys' and Girls' Brigade
Haiti	The Boys' Brigade
India	Junior Ministry, ALC
India	Junior Ministry, TELC
Indonesia	Putra Pengabdi
Jamaica	The Boys' Brigade
Kenya	The Boys' Brigade
Lesotho	The Boys' Brigade
Malaysia	Junior Work, ELCM
Malawi	The Boys' and Girls' Brigade
Montserrat	The Boys' Brigade
Nevis	The Boys' Brigade
New Zealand	The Boys' Brigade
Nigeria	The Boys' Brigade
Niue	The Boys' Brigade
Papua New Guinea	The Boys' Brigade
Rwanda	The Boys' and Girls' Brigade
Samoa (American)	The Boys' Brigade
Samoa (Western)	The Boys' Brigade
Sierra Leone	The Boys' Brigade
Singapore	The Boys' Brigade
Solomon Islands	The Boys' Brigade
South Africa	The Boys' Brigade
St Eustatius	The Boys' Brigade

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St Kitts	The Boys' Brigade
St Lucia	The Boys' Brigade
St Maarten	The Boys' Brigade
St Vincent	The Boys' Brigade
Swaziland	Christian Youth Brigade
Tanzania	The Boys' Brigade
Tobago	The Boys' Brigade
Togo	The Boys' and Girls' Brigade
Tonga	The Boys' Brigade
Trinidad	The Boys' Brigade
Tuvalu	The Boys' Brigade
Uganda	The Boys' and Girls' Brigade
United Kingdom & Eire	The Boys' Brigade
United States of America	Boys' Brigade of America, Boston
United States of America	Boys' and Girls' Brigade of America, Baltimore
United States of America	The Boys' and Girls' Brigade, Neenah-Menasha
Virgin Islands (British)	The Boys' Brigade
Virgin Islands (US)	The Boys' Brigade
Zambia	The Boys' Brigade
Zimbabwe	The Boys' Brigade



The Constitution

1. The standing orders shall be read in conjunction with the constitution of Global Fellowship, but in the event of any conflict between the provisions of the constitution and the standing orders, the provisions of the constitution shall prevail.

Interpretation

2. In these articles
 - 2.1. "Global Fellowship" means the charity intended to be regulated by these standing orders;
 - 2.2. the "Standing Orders" means the Standing Orders of Global Fellowship;
 - 2.3. the "Constitution" means the Constitution of Global Fellowship;
 - 2.4. "Office" means the registered office of Global Fellowship;
 - 2.5. "Secretary" shall also mean "Chief Executive" and vice versa;
 - 2.6. "trustee" means "a member of Global Fellowship Executive Committee" and vice versa;
 - 2.7. "trustees" means the "Global Fellowship Executive Committee" and vice versa; and
 - 2.8. words importing the masculine gender only shall include the feminine gender.

Members

3. Clause 4 of the Constitution provides that those organisations that are listed in the appendix to the Constitution are deemed to be members of Global Fellowship.
4. Applications for membership of Global Fellowship shall be considered from organisations that are constituted and operate in a manner consistent with the object of Global Fellowship, and
 - 4.1. are an integral part of the Christian Church;
 - 4.2. are ecumenical in membership and outlook;
 - 4.3. are working with and for children and young people and there is a programme of activities and informal education;
 - 4.4. are organised on democratic principles;
 - 4.5. operate on a national or sub-national basis; and
 - 4.6. have adopted a uniform or are recognisable by another corporate identity that represents the organisation and its members.
5. When considering an application for membership the Global Fellowship Council shall consult with the Regional Fellowship that covers the geographical area in which the applicant member operates.
6. No organisation shall be admitted a member of Global Fellowship unless their application for membership is approved by the Global Fellowship Council.
7. A member at any time may withdraw from Global Fellowship by giving written notice to Global Fellowship providing that after such withdrawal the number of members is not less than four.



Trustees

8. Pursuant to clause 59 of the Constitution the trustees may (if they are claimed) be paid all reasonable travelling, hotel, and other expenses properly incurred by them in connection with their attendance at meetings of trustees or committees of trustees or general meetings or otherwise in connection with the discharge of their duties but shall otherwise be paid no remuneration.

Powers of the Trustees/Executive Committee

9. The Executive Committee shall determine the time and place of Global Fellowship Council and General Meetings and of its own meetings.
10. The Secretary shall be responsible for giving a minimum of one month written notice of Council and Executive meetings.
11. The accidental omission to give notice of a meeting or non-receipt of the notice to any organisation, representative or trustee shall not invalidate the proceedings at the meeting.
12. Any disputes that arise in the course of a meeting shall be referred to the chairman and his decision will be final.
13. Where expenses are to be incurred on a shared basis then the arrangements for such division of costs must be mutually agreed in advance.

Proceedings at Global Fellowship Council Meetings

14. The Council shall aim to reach agreement by consensus.
15. If a vote is required all representatives present shall have one vote each and decisions will be on the basis of a simple majority unless a unanimous or other decision is required under another clause of these Standing Orders or the Constitution.
16. There shall be no proxy voting at Council meetings.
17. In the event of an equality of votes, then the chairman shall have one casting vote.
18. No objection shall be raised to the qualification of any voter except at the meeting at which the vote objected to is tendered and every vote not disallowed at the meeting shall be valid and any objection made in due time shall be referred to the chairman whose decision shall be final and conclusive.
19. A trustee shall notwithstanding that he is not representing a Regional Fellowship be entitled to attend and speak at a Global Fellowship Council Meeting.

Regional Fellowships

20. The Global Fellowship Council shall have the power to organise member organisations into Regional Fellowships after consulting with the member organisations in the affected geographical areas.



21. The Global Fellowship Council shall have the powers to alter the number of regional fellowships, to alter the regional membership of a member organisation of Global Fellowship and to decide on any other matter related to the regional structure of Global Fellowship after consulting with the affected Fellowships and member organisations.
22. The Regional Fellowships are the mechanisms by which Global Fellowship operates in order to promote the object of Global Fellowship and any mission statements and aims that may be agreed for the pursuit of the advancement of Christ's Kingdom among the youth of the world.
23. Global Fellowship encourages and empowers Regional Fellowships to undertake activities and operations in a manner that is appropriate to the area in which they operate in order to develop and extend Christian youth work and programmes of activities for young people.
24. It shall be for each Regional Fellowship to determine its method of organisation and operation.
25. Global Fellowship shall encourage each Regional Fellowship to have a constitution and when the Regional Fellowship proposes to introduce or amend such documentation, it shall be encouraged to seek advice from Global Fellowship.
26. The provisions of a Regional Fellowship Constitution shall not be contrary to the Global Fellowship Constitution and Standing Orders that are in force at the time when the Regional Fellowship introduces or amends its governing documentation.
27. Global Fellowship shall encourage every Regional Fellowship to have a corporate identity and utilise the logo of Global Fellowship where practicable and appropriate to recognise and promote the work of the Regional Fellowship and Global Fellowship.

Representation of Regional Fellowships at Council Meetings

28. The members of Global Fellowship Council shall be appointed from the Regional Fellowships of Global Fellowship on the following basis:
 - 28.1. Each Regional Fellowship shall be entitled to a minimum of one voting representative.
 - 28.2. Thereafter a Regional Fellowship shall be entitled to additional representatives based on the aggregate total membership of all the members within the Regional Fellowship as follows:

Membership exceeding 5,000	1 additional representative
Membership exceeding 50,000	2 additional representatives
Membership exceeding 100,000	3 additional representatives
Membership exceeding 150,000	4 additional representatives
 - 28.3 The maximum number of representatives of any Regional fellowship shall be five.
29. Where a Regional Fellowship is entitled to only one member it shall be entitled to appoint an alternate representative (Observer) who shall be entitled to receive all papers and to attend but not vote at meetings of Council.

GLOBAL FELLOWSHIP

Standing Orders



30. Based on the current (at March 2002) Regional Fellowships and declared membership statistics, the representation would comprise:

Regional Fellowship	Number of Representatives
Central Africa	Two
East Africa	Two
East Asia	Two
Eastern & Southern Caribbean	One
Europe	Five
India/Bangladesh	Two
North America and Bermuda	One
Pacific	Two
Southern Africa	One
West Africa	Three
Western Caribbean	One

In addition, Eastern & Southern Caribbean, North American, Southern African and Western Caribbean Fellowships would each be entitled to appoint an Observer.

31. In order to maintain a degree of consistency in the operation of Global Fellowship and the business transacted at Global Fellowship Council Meetings it is envisaged that the term of office of representatives shall be attendance at a minimum of two Global Fellowship Council Meetings and a maximum of three.
32. Each Regional Fellowship shall bear the costs of its representation (including the costs of any Observers) at Global Fellowship Council Meetings.
33. The application of clause 32 may vary in the following circumstances:
- 33.1. Global Fellowship secures funding to assist the costs of some or all of the representatives;
 - 33.2. the organisation from which the representative originates may sponsor some or all of the costs of attendance at Global Fellowship Council Meetings; or
 - 33.3. the representative may chose to cover his own costs or through a private grant or sponsorship.

General Meetings

34. General meetings shall only be held if and whenever the Global Fellowship Executive Committee thinks it desirable for the promotion of the object of Global Fellowship that such a meeting should take place, or when requested to hold such a meeting in accordance with Clause 6 of the Constitution.
35. Without prejudice to the generality of Clause 39, such a meeting shall only take place in association with an event of national or international importance or significance for the membership or for one or more Regional Fellowships.



36. Representation at General Meetings shall be on the basis of each member organisation being entitled to one representative for every 50 local units or part of such 50 local units, subject to a minimum of two representatives and a maximum of 10 representatives per member organisation.
37. Each member organisation shall appoint such representatives in such manner as it shall think fit.
38. No member organisation shall be obliged to appoint any or all of the representatives to which it is entitled.
39. General meetings shall be consultative only. Views may be arrived at by voting or by whatever other means may be decided at the meeting. If arrived at by voting, any decision shall be by a simple majority of those present and entitled to vote. Voting shall be on the basis of one vote per member organisation represented at the meeting.
40. For the avoidance of doubt, the chairman shall not have a casting vote and shall only be entitled to a deliberative vote if representing a member organisation that has appointed him to vote on their behalf.
41. No quorum shall apply to a General Meeting, and no consultation, deliberation or expression of view shall be invalidated by the absence of any member organisation or any representatives appointed by it.
42. The members of the Council, the trustees and the Treasurer shall be entitled to attend and speak at the General Meeting, but shall not be entitled to vote unless representing a member organisation that has appointed them to vote on their behalf.

Power of Investment

43. The trustees may appoint as the investment manager for Global Fellowship any person whom they are satisfied after enquiry is a proper and competent person to act in that capacity and who is either:
 - 43.1. an individual of repute with at least fifteen years experience of investment management and who is an authorised person within the meaning of the relevant financial services and investment regulation legislation of the country in which the investment is to be made; or
 - 43.2. a company or firm of repute which is an authorised person within the meaning of the relevant financial services and investment regulation legislation of the country in which the investment is to be made.
44. The trustees may delegate to investment managers so appointed at the discretion of the trustees the power to buy and sell investments for Global Fellowship on behalf of the trustees in accordance with the investment policy laid down by the trustees from time to time. The said investment policy shall be prepared only on terms consistent with the Constitution and Standing Orders of Global Fellowship.
45. When the trustees make any delegation under the Standing Orders they shall:
 - 45.1. inform the investment manager in writing of the extent of Global Fellowship's investment powers;



- 45.2. lay down a detailed investment policy for Global Fellowship and immediately inform the investment manager in writing of it and of any changes to it;
 - 45.3. ensure that the terms of the delegated authority are clearly set out in writing and notified to the investment manager;
 - 45.4. ensure that they are kept informed and review on a regular basis the performance of the investment portfolio managed by the investment manager under his delegated authority;
 - 45.5. take all reasonable care to ensure that the investment manager complies with the terms of the delegated authority; and
 - 45.6. review the appointment at such intervals not exceeding twenty four months as they think fit.
46. Any delegation by the trustees under these Standing Orders shall be on terms that:
- 46.1. the investment manager shall comply with the terms of his delegated authority;
 - 46.2. the investment manager shall not do anything which the trustees do not have the power to do;
 - 46.3. the trustees may on reasonable notice revoke the delegation or vary any of its terms in a way which is consistent with the terms of the Standing Orders; and
 - 46.4. the investment manager shall report in the manner directed by the trustees all sales and purchase of investments made on their behalf.
47. The trustees may make such arrangements as they think fit for any investments by Global Fellowship and of income from those investments to be held by a corporate body as the nominee of the trustees of Global Fellowship. The trustees may pay reasonable and proper remuneration to any corporate body acting as the trustees' nominee in pursuance of these arrangements.

Membership Fees

48. Any membership fees that are levied on member organisations will be in accordance with the policy that is resolved upon by the Global Fellowship Council.

Annual Member Return

49. The Secretary shall arrange for annual returns to be collected from member organisations and that return will include details of matters including correspondence arrangements management and statistics relating to the number of member participants in the organisation's activities.

Minutes and Registers

50. The Secretary shall keep minutes in books for the purpose
- 50.1. of all appointments of officers made by the trustees; and
 - 50.2. of all proceedings at meetings of Global Fellowship and of the trustees and of committees of trustees including the names of the trustees present at each such meeting.
51. The Secretary shall ensure that the minutes are circulated as required by legislation and comply with the following provisions as a minimum standard:
- 51.1. that the minutes of meetings of trustees and sub-committees of trustees will be distributed to all of the trustees and any other person present at those meetings;



- 51.2. that the minutes of Global Fellowship Council Meetings will be distributed to
- 51.2.1. the trustees;
 - 51.2.2. Regional Fellowship representatives;
 - 51.2.3. all other persons present at Global Fellowship Council Meeting; and
 - 51.2.4. all Head Offices of member organisations.

Notices

52. Any notice to be given to or by any person pursuant to the Standing Orders shall be in writing except that a notice calling a meeting of trustees need not be in writing.
53. Global Fellowship may give any notice to a member organisation either personally or by sending it by post in a prepaid envelope addressed to the member organisation at their registered address or by leaving it at that address.
54. A member present by any representative at any meeting of Global Fellowship shall be deemed to have received notice of the meeting and where necessary of the purposes for which it was called.
55. Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given.

Registered Office

56. Global Fellowship shall maintain an Office which shall be the registered office of Global Fellowship at which documents, notices, and correspondence can be sent and all members shall be notified of the Office.

Rules

57. The trustees may from time to time make such rules or bye laws as they may deem necessary or expedient or convenient for the proper conduct and management of Global Fellowship and for the purposes of prescribing classes of and conditions of membership and in particular but without prejudice to the generality of the foregoing they may by such rules or bye laws regulate:
- 57.1. the admission and classification of members of Global Fellowship (including the admission of organisations to membership) and the rights and privileges of such members, and the conditions of membership and the terms on which members may resign or have their membership terminated and the entrance fees, subscriptions and other fees or payments to be made by members;
 - 57.2. the conduct of members of Global Fellowship in relation to one another, and to Global Fellowship's servants;
 - 57.3. the procedure at general meetings, Council meetings and meetings of the trustees and committees of the trustees in so far as such procedure is not regulated by the Standing Orders; and
 - 57.4. all such matters as are commonly the subject matter of charity rules.

GLOBAL FELLOWSHIP

Standing Orders



58. The Global Fellowship Council shall have power to alter, add to, or repeal the rules or byelaws and the trustees shall adopt such means as they think fit sufficient to bring to the notice of members of Global Fellowship all such rules or bye laws which shall be binding on all members of Global Fellowship.
59. No rule or byelaw whether set by the Executive Committee or the Global Fellowship Council shall be inconsistent with or shall affect or repeal anything contained in the Constitution and Standing Orders.

Changes to Standing Orders

60. These standing orders are made pursuant to clause 44 of the Constitution, and may be amended or replaced by the Executive Committee with effect from a date to be determined by them, and unless so determined any change shall take immediate effect. The standing orders are subject to review by the Council, which may amend or replace them by a vote of not less than 75% of the representatives present and voting at a meeting of the Council.
61. Clause 60 shall be subject to the legal requirements and consents needed in order to comply with English charity law, and in particular no change made to the standing orders shall be inconsistent with or contradict the Constitution.