



SEVENTH-DAY ADVENTIST CHURCH

**BRITISH UNION CONFERENCE  
STANBOROUGH PARK  
WATFORD HERTS  
WD25 9JZ**

## **BUC CONSTITUTION**

**July 2016**

# **BRITISH UNION CONFERENCE CONSTITUTION**

(1 July 2016)

## **Article 1 – Name & Relationship**

This organisation shall be known as the British Union Conference of Seventh-day Adventists hereinafter referred to as "this Union Conference". This Union Conference is a member and constituent unit of the Trans-European Division of the General Conference of Seventh-day Adventists hereinafter referred to as "Trans-European Division". The purposes, policies, and procedures of this Union Conference shall be in harmony with the purposes, working policies and procedures of the Trans-European Division and the General Conference of Seventh-day Adventists, hereinafter referenced to as "General Conference".

## **Article 2 – Territory & Principal Office**

The territory of this Union Conference shall comprise England, Wales, Scotland, Northern Ireland, Republic of Ireland, and all adjacent British Islands. The principal office for the transaction of the business of this Union Conference is fixed and located at Stanborough Park, St Albans Road, Watford WD25 9JZ. In an emergency, the Executive Committee may change the location of the principal office on a temporary basis.

## **Article 3 – Purpose**

- (a) The purpose of this Union Conference (hereafter referred to as "the Purpose") is to proclaim the everlasting Gospel of our Lord and Saviour Jesus Christ, to teach the commandments of God as the supreme rule of life and to persuade people to become His disciples and responsible members of the church and to support charitable work which is in harmony with the doctrines and principles of Seventh-day Adventists.
- (b) In furtherance of the Purpose but not further or otherwise this Union Conference shall have the following powers:
  - (i) to employ and remunerate such ministers, officers, teachers and other employees and to engage such volunteers as may be necessary;
  - (ii) to provide or assist in the provision of housing accommodation for such employees and volunteers to enable them to carry out their duties, and in cases of need for retired employees and their families;
  - (iii) to provide or assist (by means of grants, loans or otherwise) in the provision or improvement of churches and other buildings for use for the work of local congregations of Seventh-day Adventists;
  - (iv) to establish, conduct and provide financial assistance for schools for the education of children in which religious instruction according to the doctrines and principles of Seventh-day Adventists is given and to provide financial assistance to students pursuing education according to those doctrines and principles;
  - (v) to publish or assist the publication of religious literature;
  - (vi) to carry out the social mission of the Gospel by the provision of humanitarian aid to those in need in any part of the world;
  - (vii) to establish, operate and provide financial assistance for convalescent, retirement and nursing homes, conducted in accordance with the doctrines and principles of Seventh-day Adventists.
  - (viii) to provide or assist in the provision of services and facilities (including buildings) for health

education and medical treatments in harmony with the doctrines and principles of Seventh-day Adventists.

- (ix) to establish, assist or administer other charities having objects similar to the Purpose;
- (x) to acquire and dispose of property of any description and wherever situated (subject to such consents as may be required by law);
- (xi) to borrow money with or without giving security (subject to such consents as aforesaid);
- (xii) to raise money by any lawful means other than by permanent trading and to accept gifts either for furtherance of the work of this Union Conference or for any specific object within or connected with the Purpose;
- (xiii) to invest funds in any manner permitted by law, other than by means of loans to individuals, firms or private companies, and for that purpose to obtain and consider professional advice from a person or firm of good repute having the requisite knowledge and experience;
- (xiv) to provide security for the liabilities of The Seventh-day Adventist Association Limited incurred at the request of this Union Conference. Any such security shall be signed by at least two members of the Executive Committee as authorised by resolution.
- (xv) otherwise to further the religious mission and other charitable work of Seventh-day Adventists in the territory.

#### **Article 4 – Membership of This Union Conference**

- (a) The membership of this Union Conference shall consist of such local conferences and missions as have been or shall be organised in any part of the geographic territory under its jurisdiction and formally approved for membership by vote of the delegates at any regular or special session.
- (b) Local Conferences shall be associations of local churches within defined geographical regions within the territory and shall be responsible for their own decisions save for the requirement to operate in harmony with the Purpose and policy of this Union Conference.
- (c) Missions shall be organisations of local churches within defined geographical regions within the territory and shall be subject to the directions of this Union Conference on all matters including their management arrangements, the application of their funds, and the form and content of their constitutions and of any amendments thereto, and this Union Conference shall account for the application of their funds.
- (d) This Union Conference in session shall be entitled to dissolve any Mission and to take control of the assets thereof.

#### **Article 5 – Sessions**

- (a) This Union Conference shall hold a regular session at an interval of five (5) years at such time and place as the Executive Committee shall determine. In the event that the Union Executive Committee fails to call a regular session within the five-year period, the Trans-European Division Executive Committee may give notice for such a meeting and designate the time and place. A notice of such session shall be published in the official paper of this Union Conference at least four (4) weeks before the time appointed.
- (b) At least fifty-one per cent (51%) of the authorised delegates must be present at any regular or special session to constitute a quorum for the transaction of business.
- (c) In the event of special conditions arising which would make it advisable to postpone the calling of a regular session, the Executive Committee may postpone such session for a period not exceeding two (2) years. In such a case this shall require the consent of at least two-thirds of the members of the Executive Committee expressed by personal vote or by signature to a resolution in writing submitted to the members

of the Executive Committee. Separate copies of the resolution may be signed for this purpose.

- (d) The Executive Committee may call a special session of this Union Conference at such a time and place as it deems proper, by a like notice as for regular sessions when:
- (i) it is deemed necessary by the Executive Committee, or
  - (ii) it is voted by the delegates at any regular session, or
  - (iii) it is requested by the Executive Committees of any two of the conferences and/or missions within this Union Conference who by a two thirds majority have voted in favour of the request, or
  - (iv) it is requested by the Trans-European Division or General Conference Executive Committees.

The date for a special session in response to paragraphs (iii) and (iv) above shall not be more than 90 days from the date when the actions described in paragraphs (iii) and (iv) above are communicated to the officers/Executive Committee of this Union Conference.

The transactions of special sessions shall have the same authority as those of the regular sessions.

- (e) A special session may elect any such officers or other persons or committees and transact any such business and do any such other act as under this constitution a regular session or the Executive Committee between sessions may elect, transact or do, provided that the business transacted at a special session shall be only as provided for in the agenda issued with the publication of the notice of such session.
- (f) Persons elected at session, and those appointed by the Executive Committee, normally serve until the next regular session. However, their period of service may be shorter due to resignation, voluntary retirement or removal from office, for cause, by the Executive Committee or a special session.

### **Article 6 – Delegates to Session**

Each member organisation shall be represented at the sessions of this Union Conference by duly accredited delegates as follows:

- (a)
- (i) The total number of regular delegates shall not exceed 300. (Not less than 70% of these regular delegates shall be non-employees of the church).
  - (ii) Each local conference/mission shall be entitled to three (3) delegates without regard to membership. In addition each local conference/mission shall be entitled to a proportional number of regular delegates based on their percentage of this Conference's membership at the end of the calendar year immediately preceding the date of the regular or extraordinary session.
  - (iii) Such delegates shall be chosen by the respective local conference/mission Executive Committees and shall be members of the churches within their respective territories. (The delegates of each conference /mission shall include representation of both genders and not less than 70% of these regular delegates shall be non-employees of the respective local conference/mission).
- (b) In addition, delegates at large shall participate in these Union Conference sessions as follows:
- (i) The individual members of the Executive Committee of this Union Conference.
  - (ii) Members of the Executive Committees of the General Conference and Trans-European Division who may be present at any session of this Union Conference. The number of such delegates shall not exceed two per cent (2%) of the total number of delegates provided for hereinabove in Sections (a)(i) and (b)(i) above.
  - (iii) Such other persons from this Union Conference staff, church institutions owned and operated by this Union Conference, and local conferences/missions, as may be recommended by this Union Conference Executive Committee and accepted by the delegates in session; the total number of delegates from this category not to exceed ten per cent (10%) of the total number of regular

delegates provided for hereinabove in Section (a) (i).

- (c) All delegates appointed to represent the members of this Union Conference at any session shall be members in regular standing of the Seventh-day Adventist Church.

### **Article 7 – Voting**

- (a) On all questions only delegates may vote and each delegate shall be entitled to one vote on any question. The chairman of the session shall in case of equality of votes have a casting vote providing he has not already voted on the issue. Voting shall be by ballot or electronic means when determined by vote of session.
- (b) All delegates must be present in person at any session in order to be eligible to vote. There shall be no voting by proxy.

### **Article 8 – Authority of Session**

- (a) The president of this Union Conference shall serve as chair and the secretary of this Union Conference shall serve as secretary for sessions. The president may designate other individuals to assist in chair duties from time to time. In the event that the president's office is vacant or that the president is unavailable to serve as chair, the session may be called to order by the ranking division officer present. The first item of business shall be the election of a chair *pro tem*, selected from the delegates present at the meeting. When the election of a president has been completed, the new or re-elected president, if present at the session, shall replace the chair *pro tem*.

In a similar manner, arrangements may be made for a secretary *pro tem* if the secretary's office is vacant or the secretary is unavailable to serve at the session. When election of a secretary has been completed, the new or re-elected secretary, if present at the session, shall replace the secretary *pro tem*

- (b) This Union Conference in regular session shall be authorised to determine all matters and things for the order and good administration of this Union Conference and the regulation of its affairs. This includes the management and disposal of, or dealing with, all real and personal property and revenues held or proposed to be acquired for or on behalf or for the use, benefit or purposes of this Union Conference, subject, however, to any specific trusts relating thereto and insofar as any such property is vested in the legal corporation of this Union Conference or in any other company, corporation or person to give directions to that body or person as to the management and disposal of such property as this Union Conference shall deem expedient in harmony with Article 20.
- (c) This Union Conference in regular session shall endorse/approve/develop plans for the conduct of the work as are desirable and in harmony with the policies of the Trans-European Division.
- (d) This Union Conference in regular session shall be governed by rules and procedures based on those published in the General Conference *Rules of Order* unless it has voted to make rules to cover its own procedure that have been submitted to, and approved by, the Trans-European Division.
- (e) This Union Conference in regular session shall be authorised to make adjustments in the boundaries of the local conferences and missions under its jurisdiction and to accept into membership such new conferences and missions as may be proposed by the Executive Committee of this Union Conference. These adjustments in boundaries and the acceptance into membership of conferences and missions shall require a two-thirds majority vote.

### **Article 9 – Session Committees**

- (a) (i) A Recommendations Committee shall be appointed for each regular session and where required for extraordinary session. It shall consist of thirteen (13) representatives from the South England Conference of Seventh-day Adventists, seven (7) representatives from the North England Conference of Seventh-day Adventists, and two (2) representatives from each Mission. The president of the Trans-European Division or his designee shall serve as chairman.

- (ii) The members of the Recommendations Committee shall be appointed by their respective conference/mission delegates at least eighteen (18) weeks before the session.
  
- (iii) The Recommendations Committee shall nominate and the delegates shall elect by postal ballot or other method, at least fourteen (14) weeks prior to the session where required:
  - [i] A Nominating Committee which shall consist of not less than seventeen (17) and not more than twenty-one (21) members, including the president of the Trans-European Division or his designee serving as chairman;
  - [ii] A Constitution Committee which shall consist of nine to fifteen (9-15) members;
  - [iii] Other committees as necessary for conducting session business.
  
- (b) The Nominating Committee shall meet at least twelve (12) weeks prior to the session and shall nominate executive officers, departmental directors and associates, elective members of the Executive Committee and executive officers of the Missions within this Union Conference. It shall circulate a report of these nominations to all delegates prior to the session and will meet again to hear any objections from delegates at least six (6) weeks before the session.

### **Article 10 – Election**

- (a) This Union Conference in regular session shall elect:
  - (i) Executive Officers;
  - (ii) Departmental Directors and Associates;
  - (iii) Elective members of the Executive Committee of this Union Conference;
  - (iv) Executive Officers of the Missions within this Union Conference.
  
- (b) Persons thus elected shall hold their respective offices or appointments until the next regular session of this Union Conference unless their offices or appointments are previously terminated by this Union Conference in extraordinary session, or by the Executive Committee in counsel with the Trans-European Division officers. Mission officers shall be elected by this Union Conference at the time of its regular session and by the Executive Committee not less than two (2) years and not more than three (3) years following a regular session.
  
- (c) This Union Conference in regular session and the Executive Committee between sessions may establish such other offices, positions, and committees as may be determined, prescribe the duties and functions thereof and elect persons thereto and vary or terminate any such office, position, or committee and may remove any member of any such committee.
  
- (d) This Union Conference in regular session and the Executive Committee between sessions may elect, nominate, or appoint trustees of any real or personal property or revenues mentioned in Article 8.
  
- (e) The Executive Committee of this Union Conference shall recommend to the respective boards and management of the institutions of this Union Conference the appointment of their officers, bursars, editors, as may be required, within the six (6) months that follow a regular session.

### **Article 11 – Officers**

- (a) The Executive Officers of this Union Conference shall be a president, a secretary, and a treasurer. The secretary and the treasurer may be one individual. It is the duty of these officers, in consultation with one another, to carry forward the work according to plans, policies, and programmes voted by the constituency in session, and/or the Union Executive Committee. These plans, policies, and programmes shall be in harmony with the Fundamental Beliefs and actions adopted and approved by the General Conference in its quinquennial sessions.

- (b) The president is the chief executive officer and shall report to the Executive Committee of this Union Conference in consultation with the secretary and the treasurer. The president shall act as chairman of sessions and the Executive Committee, and work in the general interests of this Union Conference as the Executive Committee may determine and in consultation with the other Executive Officers. In his leadership he shall adhere to the policies of the Trans-European Division and work in close counsel with its Executive Committee.
- (c) The secretary, associated with the president as an executive officer, shall work under the direction of the Executive Committee and in consultation with the other Executive Officers, and shall act as vice-chairman of the Executive Committee. The secretary shall report to the Executive Committee of this Union Conference. It shall be the duty of the secretary to keep the minutes of the sessions of this Union Conference and of the Executive Committee meetings; to furnish copies of these minutes to all members of the Executive Committee and to the Trans-European Division officers; to collect such data as may be desired by the president or by the Executive Committee; and to perform such other duties as usually pertain to the office.
- (d) The treasurer, who is the chief financial officer and associated with the president as an executive officer, shall work under the direction of the Executive Committee and in consultation with the other Executive Officers. The treasurer shall report to the Executive Committee of this Union Conference. It shall be the duty of the treasurer to provide financial leadership to the organisation which will include but not be limited to receiving and safeguarding all funds, to disburse them in harmony with the actions of the Executive Committee, to remit all required funds to the Trans-European Division, in harmony with Trans-European Division policy, and to render such financial statements at regular intervals as may be requested by the president or as prescribed by the Executive Committee of this Union Conference. Copies of these financial statements shall be furnished to the Trans-European Division office.
- (e) The funds of this Union Conference, including all donations, grants, rents, contributions and bequests shall be paid into such accounts in the name of this Union Conference at such bank or banks as the Executive Committee shall from time to time approve and be operated by the treasurer and/or such other individuals as may be authorised by the Executive Committee.
- (f) A vice-president may be elected to assist the president with specialised areas of administration in this Union Conference.
- (g) All officers of this Union Conference shall hold office until the next regular session, of this Union Conference or until their successors are elected, unless their appointments are previously terminated by this Union Conference in special session or by the Executive Committee.

### **Article 12 – Departmental Directors**

The departmental directors and associates shall work under the direction of the Executive Committee and the supervision of the president and shall occupy an advisory relationship to the local conferences and missions.

### **Article 13 – Appointments**

This Union Conference in regular session and the Executive Committee between sessions:

- (a) shall appoint such agents, ministers, missionaries, and other persons as may be necessary to fulfil the purpose of this Union Conference; and
- (b) may terminate or vary any such appointment.

### **Article 14 – Executive Committee**

- (a) The Executive Committee shall consist of up to thirty-one (31) persons who are members of the Seventh-day Adventist Church within this Union Conference. They shall comprise of the following ex officio members: the Executive Officers of this Union Conference, the presidents of local conferences and missions, the managers or heads of Union institutions; and up to three (3) departmental directors of this

Union Conference, the Newbold College principal, the chief editor of the official church paper of this Union Conference, and a minimum of fourteen (14) elective members. At least nine (9) of whom shall be lay persons, and four (4) field pastors as may be voted at the Union Session, subject to Article 18 (b).

- (b) The officers of the Trans-European Division and of the General Conference are members ex officio of this Union Conference Executive Committee; however, their membership shall be in addition to the number detailed in (a) above. Any such officers exercising their voting rights at any one meeting shall not make up more than ten per cent of the committee membership present.
- (c) Subject to Article 19 below the Executive Committee may delegate any of its functions to sub-committees consisting of three (3) or more persons appointed by them, but at least one (1) member of every sub-committee must be an Executive Committee member and all proceedings of sub-committees must be reported promptly to the Executive Committee.
- (d) Subject to Article 19 below the Executive Committee may appoint committees consisting of three (3) or more persons to advise it on any matter and may authorise them to co-opt non-voting members: all recommendations of such committees must be reported promptly to the Executive Committee for its consideration and decision.

### **Article 15 – Authority of Executive Committee**

- (a) Between sessions the Executive Committee shall manage the affairs of this Union Conference and may exercise such of the authority of this Union Conference in session as under this constitution are not exclusively exercisable by this Union Conference in session, but subject to this Constitution and any directions as to policy or otherwise and any regulations given or made by this Union Conference in session.
- (b) In particular and without prejudice to the general authority conferred by Section (a), the Executive Committee may between sessions exercise the authority of this Union Conference in session under Article 8 with regard to the real and personal property and revenues therein referred to.
- (c) The Executive Committee shall determine who are the approved ministers within the jurisdiction thereof, grant suitable credentials and licences to those who it shall consider suitable to serve in this Union Conference, and shall recommend for ordination or commissioning such persons as shall have given proof of their call to the ministry (in harmony with the policy of the General Conference). Any credentials, licences, or certificates granted or issued by the Executive Committee shall remain in force and be valid until the next regular session unless previously terminated by the Executive Committee.
- (d) The Executive Committee between sessions, in counsel with the Trans-European Division officers, may remove from office, for just and adequate cause, any officer of this Union Conference or from the Executive Committee any member thereof, provided that such action has the consent of at least two-thirds of the members of the full Executive Committee by personal vote. If a new president is to be elected, the president of the Trans-European Division, or their designee, shall serve as chair of the Executive Committee.

### **Article 16 – Meetings and Notices**

- (a) Meetings of the Executive Committee may be called at any time by the president or in his absence by the secretary, or upon the written request of the majority of the members thereof.
- (b) Subject to paragraph (e) below fifty one per cent (51%) of the Executive Committee members, including the chairman shall, after due notice to available members, constitute a quorum and shall be empowered to transact any necessary business.
- (c) Minority meetings of less than fifty one per cent (51%) but not less than three (3) members of the Executive Committee, including at least one (1) of the Executive Officers, may be held for the transaction of necessary urgent business, but all action at such meetings must be reported promptly to the other members of the Executive Committee and shall be minuted at the next regular meeting of the Executive Committee.

- (d) Notice as to time and place, shall be provided to all members in a reasonable manner, at least 48 hours prior to the meeting if the meeting is to take place by electronic conference or similar communications, or at least 96 hours if the meeting is to take place in person.
- (e) Subject to Article 19 all members of the Executive Committee who have any personal or financial interest in any matter to be discussed or determined at a meeting thereof (whether direct or indirect) must declare their interest in advance of any discussion thereon and absent themselves from the discussion, and may not vote nor be counted in the quorum for that part of the meeting.
- (f) Electronic consent agendas (written resolutions) may be used to record and approve matters such as the routine applications of policy, travel authorisations, service requests and employment items and any other routine matters that the Executive Committee gives approval for. Fifty one per cent (51%) of Executive Committee members are required to respond in favour for such actions to stand.
- (g) In this constitution the expression 'meeting' includes, except where inconsistent with any legal obligation:
  - (i) a physical meeting;
  - (ii) a video conference, an internet video facility or similar electronic method allowing simultaneous visual and audio participation; and
  - (iii) telephone conferencing.

#### **Article 17 – Sources of Funds**

- (a) The sources of funds of this Union Conference shall be:
  - (i) Tithe income granted by the conferences/missions in harmony with, and by virtue of their acceptance of, the policies of this Union Conference;
  - (ii) Any other grants made to this Union Conference by Seventh-day Adventist organisations;
  - (iii) Any rents arising from property owned by or on behalf of this Union Conference;
  - (iv) Any returns from investments made by this Union Conference out of its own resources;
  - (v) Any income arising out of the day to day business operations of this Union Conference;
  - (vi) Any gifts, donations, legacies, or similar monies made or payable to this Union Conference;
  - (vii) Any other income in cash or in kind reasonably deemed to be receivable by this Union Conference;
  - (viii) It being understood that all such income should be subject to legal entitlement on the part of this Union Conference, and be given for and used in the furtherance of its charitable Purpose.
- (b) This Union Conference may receive, hold in trust, and forward any third party funds channelled through it to the General Conference and Trans-European Division or, within the territory of this Union Conference to the Seventh-day Adventist Retirement Plan or to any conference, mission, or Seventh-day Adventist institution.

#### **Article 18 – Application of Funds**

- (a) All funds received by this Union Conference for its general purposes shall be applied in furtherance of the Purpose; all funds received or held in trust for another body under 17 (b) shall be transmitted to the governing body thereof; and all funds received for specific objects within or connected with the Purpose shall be applied for the specific objects for which they are respectively given.
- (b) Not more than one half of the Executive Committee may be employed by this Union Conference or any

mission, and receive remuneration in accordance with Article 19.

- (c) Subject thereto, no member of the Executive Committee may receive remuneration or any other financial benefit (excepting reimbursement of reasonable out-of-pocket expenses) at the cost of this Union Conference, except that the Executive Committee may have the power to provide indemnity insurance for themselves out of the income of the charity. The insurance shall not extend to:
  - (i) Any claim arising from any act or omission which:
    - (A) the members of the Executive Committee knew to be a breach of trust or breach of duty; or
    - (B) was committed by the members of the Executive Committee in reckless disregard of whether it was a breach of trust or breach of duty or not; and
  - (ii) the costs of an unsuccessful defence to a criminal prosecution brought against the members of the Executive Committee in their capacity as trustees of the charity.

### **Article 19 – Budget, Remuneration & Expenses**

- (a) This Union Conference shall prepare an annual budget in harmony with the policies of the General Conference and Trans-European Division.
- (b) The Executive Committee shall appoint such persons as it thinks fit (whether or not members thereof) as the Remuneration Audit Committee to keep under review the remuneration and expenses of all the employees of this Union Conference and the employed members of the Executive Committees of the local conferences and missions and to advise the Executive Committees on a regular basis as to the appropriate rates of remuneration to be adopted. No employee or prospective employee of this Union Conference and no person who has a personal financial interest whether direct or indirect in the outcome of that committees' deliberations may be a member thereof.
- (c) In determining the remuneration to be paid to employees of this Union Conference and the employed members of the Executive Committees of the local conferences and missions and the salary scale of this Union Conference the Executive Committee shall have regard to the advice of the Remuneration Audit Committee and shall not set any rates of remuneration in excess of the rates so advised.
- (d) This Union Conference shall keep such accounts and financial records as are required by law and the accounts shall be audited annually by a person eligible to be a company auditor under section 25 of the Companies Act 1989 (or any provision which re-enacts or replaces it). Statements of account shall be sent annually to the Trans-European Division and to the Charity Commissioners.

### **Article 20 – Trustees**

- (a) The legal corporation, Seventh-day Adventist Association Limited, formed and controlled by this Union Conference shall be the regular trustee for this Union Conference to acquire, hold, manage, dispose of or deal with real and (if required by the Executive Committee) personal property for and on behalf of or for the use, benefit, or purposes of this Union Conference, but subject to any specific trusts relating to such property and generally to conform with such directions, if any, as are from time to time given to it by or on behalf of this Union Conference.
- (b) The World-Wide Advent Mission (Ireland), a corporation formed and controlled by this Union Conference to represent and conduct all legal matters appertaining to our denominational work in The Republic of Ireland, shall be the regular trustee for this Union Conference to acquire, hold, manage, dispose of, or deal with real and (if required by the Executive Committee) personal property for and on behalf of, or for the use, benefit, or purposes of this Union Conference in the Republic of Ireland, but subject to any specific trusts relating to such property and generally to conform with such directions, if any, as are from time to time given to it by or on behalf of this Union Conference.

## **Article 21 – Amendments**

- (a) The Constitution of this Union Conference may be amended at any duly called session by two-thirds vote of the delegates present and voting. All proposed amendments shall be considered by the standing Constitution Committee before being approved by the Session and not less than twenty-eight (28) days' notice thereof shall be given.
- (b) If it is proposed to amend the Constitution at any extraordinary session, notice of such proposed amendments shall be given specifically in conjunction with the notice calling such extraordinary session.
- (c) No amendment shall be made which would alter the Purpose as set forth in Article 3 (a) and no amendment shall be valid if its effect would be that this Union Conference ceased to be a charity according to English law.
- (d) The Executive Committee shall promptly provide the Charity Commissioners with a copy of any amendment made under this clause.
- (e) The members of the Executive Committee must obtain the prior written approval of the Commissioners to any amendment which would confer any benefit on any of the members of the Executive Committee.

## **Article 22 – Dissolution**

- (a) The dissolution of this Union Conference may be effected by a three-fourths vote of the delegates present and voting at any regular or extraordinary session of this Union Conference, provided that if it is proposed to dissolve this Union Conference at an extraordinary session, notice of the proposal to dissolve shall be given in the call for that session.
- (b) After all claims against this Union Conference have been satisfied including claims made by any former employees or members of their families arising out of previous employment, any remaining funds shall be transferred to the Trans-European Division for application for its religious and other charitable work or, failing this, shall be applied in furtherance of the Purpose.