



1. The organisation's name is 'The Westminster Society'.
2. The objectives of the Society shall be:
 - a) to promote friendship and good fellowship among members;
 - b) to facilitate contacts between members e.g. via area links groups, reunions, website, magazine, newsletters;
 - c) to advance the welfare of the Westminster Institute and its successors as defined in Clause 3.
3. Membership of the Society is open to present and past students, academic and non-academic staff of:
 - Westminster College, Horseferry Road, London, and, after its relocation, of
 - Westminster College, Oxford and, following its merger with Oxford Brookes University, of
 - Westminster Institute of Education and its successors, as an Annual General Meeting (AGM) of the Society agrees to admit.
4. Membership of the Society shall be as follows:
 - a) Full membership is available on payment of an annual subscription to all who are, or have been, students or staff at the institutions defined in Clause 3. The General Committee may award honorary life membership to those who have given exceptional service to the Society.
 - b) Affiliate membership is available to those who are, or have been, partners of full members on payment of the annual subscription. Affiliated members are entitled to website access, a magazine, and may attend the AGM. They can neither vote at the AGM, nor have a seat on the General Committee, unless an AGM votes otherwise to enable an affiliated member to serve the Society.
 - c) The General Committee may decide to terminate an individual's membership and must notify the person concerned, in writing, of the reasons for doing so.
5. There shall be an Annual General Meeting (AGM) which all members and other alumni (of Clause 3) may attend. Full members have voting rights. At this meeting the Executive and General Committee shall be elected and shall take office at the end of the meeting.

An AGM shall be held no more than 15 months after the previous AGM. If an Annual General Meeting in person is impractical, the General Committee may decide to hold an AGM by electronic networking.

Any business to be tabled at an AGM shall be notified to the Chair at least 21 days before the meeting by its proposer and seconder, and communicated to AGM members at least 14 days before the meeting. The quorum for an AGM shall be 20 voting members. Decisions shall be decided by a majority vote. The Chair has a casting vote.

6. The Officers of the Society, constituting its Executive, and elected every two years at the AGM (unless a vacancy occurs earlier), shall be:
 - a) Chair;
 - b) Secretary;
 - c) Treasurer;
 - d) Membership & Online Communications officer.

and these officers, accountable to the General Committee, will conduct the administration of the Society's affairs, with power to co-opt additional non-voting members. The quorum for an Executive meeting shall be 3 of the elected officers. Decisions shall be by a majority vote. The Chair has a casting vote.



7. The Society's affairs shall be overseen and co-ordinated by a General Committee, elected annually at the AGM, comprising:
- a) the Executive (4);
 - b) area links groups representatives (2);
 - c) reunion team representative;
 - d) communications team representative;
 - e) volunteer members of the Society (2);

and non-elected *ex-officio* members:

- f) the retiring Chair;
- g) the Methodist Chaplain who serves the Westminster Institute (or its successors) as defined in Clause 3;
- h) a representative of Oxford Brookes University alumni team;
- i) a representative of the Oxford Centre for Methodism and Church History (OCMCH);
- j) a Trustee representative of the Westminster College Trust.

The General Committee shall have the power to co-opt additional voting or non-voting members. The General Committee shall also have the power to co-opt or to elect new Executive members with full voting rights where an existing member of the Executive is no longer able to carry out their functions e.g. through death, ill health, professional responsibilities, or relocation. The Executive have a right of veto over this decision where a problematic relationship could result from its implementation.

8. General Committee meetings shall be held on dates decided by the Executive and notified to General Committee members at least 14 days in advance. Normally, the General Committee shall meet in person, but if that proves impractical, meetings may take place online. In the absence of the Chair, the General Committee shall vote to choose another member of the Executive to chair the meeting.

Any business to be tabled at a General Committee meeting shall be notified to the Chair at least 10 days before the meeting by its proposer and seconder, and communicated to General Committee members at least 7 days before the meeting. The quorum for a General Committee meeting shall be 6 of the elected members. Decisions shall be by a majority vote of all members, elected and non-elected. The Chair has a casting vote.

9. In any online meeting, those present may vote to hear a person who cannot be seen, but that person may not vote unless they are visible to the chair or another Executive member if only the Chair is unable to see them.
10. The Executive shall have the power to set up sub-committees or teams to fulfil the objectives of the Society. All sub-committees, teams and area groups shall be accountable to the Executive.
11. The rate of subscription shall be agreed at the AGM. The financial year shall begin on June 1st. Society funds shall be managed by the Treasurer.
12. An examined financial statement shall be produced annually prior to the AGM.
13. The Society shall have business internet banking and business telephone banking service. The Society shall accept the Primary User will have access to the account online and be able to make payments solely and also be able to delegate access to other users.
14. Members may donate money to the Society. The Executive shall decide how to use donations to further the Society's objectives unless the funds were raised or donated for a specified purpose which serves the Society's objectives.
15. The Society shall support area links groups to foster local friendships.

- 16. A reunion shall be held annually on a date agreed by the General Committee in consultation with the hosting organisation, and shall be organised by a reunion team which shall include the Executive.
- 17. The Society shall maintain a website and shall publish a magazine at least yearly, for all members whose subscription is current at a date defined by the Executive, and both shall be part of the work of a communications team which shall include the Executive.
- 18. The Society's data shall be held securely in accordance with current data protection law, and all or part of the data may also be held by Oxford Brookes University, the Westminster College Trust, and by selected organisations which the Society uses to assist in carrying out its duties and fulfilling its services. A member who holds any of the Society's data to carry out a function for the Society shall be bound by this same clause.
- 19. Dissolution: If, at an AGM, members choose to dissolve the Society, the Executive will remain in office to be responsible for winding up the Society's affairs. They shall collect in all monies owed and all property and data which has been held by members and suppliers. They will then settle from the funds available any legitimately raised debt of the Society. The remaining funds shall be transferred to the Westminster College Trust with a request that they be applied as closely as possible in accordance with the Society's objectives.
- 20. None of these shall be altered, and no rule added, except by a simple majority vote at an AGM. Notice shall be given to the Secretary in writing at least 21 days before the meeting of any proposed changes and communicated to members at least 14 days before that meeting.

Signed by the Westminster Society Executive, 4 September 2021:

Stefan
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John
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Mark
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David
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Alan
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Retiring Chair

Incoming Chair

Secretary

Treasurer

Membership and Online Officer





What ground does the 2021 Constitution cover?

In 20 Clauses, we define WHO we are, WHY we exist, and HOW we run things.

WHO?	1, 3-4	Society name, membership, types of membership
WHY?	2	Objectives
HOW?	5-10	Meetings: AGM, Executive, General Committee, online, sub-committees/teams
	11-14	Finance: subscriptions, financial statement, internet banking, donations
	15-20	Strategy: area-link groups, reunions, communications, data management, dissolution, changes to constitution

What has gone altogether?

Since 2000, the Westminster Institute of Education - a vestige of Westminster College after the Methodist Church handed over the Harcourt Hill campus to Oxford Brookes University (OBU) - has since been subsumed into OBU's School of Education. References to it and to 'its successors' saves us modifying our constitution if OBU makes further organisational changes in the future.

The loss of the Westminster Institute caused the loss of a President to the Society. This was a titular role which originally tied the Society to the College via the office of principal. It has not had an office holder for years. The 2021 Constitution no longer refers to a president and also does not refer to vice-presidents.

Since 2000, the Society's Samaritan and Memorial funds have disappeared. Despite efforts to find them this year, investigations have drawn a blank so far. The intention of both these funds reflects a friendly society philanthropy of the 1800s, which has not been a hallmark of the Society for a long time. Because these funds appear to have become extinct, they do not feature in the 2021 Constitution.

What changes are proposed?

Clause 1. NAME

The Society's name stays the same. A change to the name would involve closing the present bank account and opening a new one. That, in turn, would mean that members' standing orders would fail, and membership (and income) would inevitably drop.

Clause 2. OBJECTIVES

Eight objectives becomes three. What changes are proposed and why?

- promoting 'good fellowship' gets broadened to 'friendship and good fellowship' in 3a);
- 'men and women' becomes 'members';
- Provision of assistance and support to every member was a noble objective for a 19th century friendly society, but unrealistic today, so it no longer appears;
- Advancing the aims and interests of the Westminster Institute no longer applies, but we've kept 'welfare' in 3c) to reflect the possible support the Society might give e.g. to the Harcourt Hill library;
- Improvement of communication between members is now reflected in facilitating *means* of communication in 3b);
- Seeking to serve the community of the Institute is now expressed in 3c);
- 'establish and develop regional clubs' is a strategy rather than an objective, so 'area links groups' are given as a possible example in 3b) and the strategy appears in Clause 13;
- Supporting students 'in their transition from University to career' is far beyond the means of the Society;
- Urging members to 'publicise the Institute' no longer applies.



Clause 3. MEMBERSHIP

'staff and students' becomes 'present and past students, academic and non-academic staff' (far more students than staff, so they come first, then an inclusive clarification of staff)

'Westminster College, Horseferry Road, London' distinguishes our college from other Westminster Colleges.

'Westminster Institute of Education' is explained above in paragraphs 1&2 above. The words that follow allow an AGM to define the Institute's successors.

Clause 4. TYPES OF MEMBERSHIP

a) now uses the definitions in Clause 2 to clarify 'students and staff'

b) more inclusive language replaces 'wives, husbands, widows or widowers of the above' in defining affiliate membership.

'the committee' is clarified as 'the General Committee'.

'unless an AGM votes otherwise etc' enables the skills of an affiliate member to be used in the General Committee and with that could also go the ability to vote.

c) enables the General Committee to strike off a member whose behaviour is counter to the values in the Society's objectives.

Clause 5. AGM

Other alumni who are not (yet!) members may attend, but may not vote.

'the Officers' becomes 'the Executive' using the language of the original constitution in its following clause. 'Committee' becomes 'General Committee' for consistency.

Those elected to the Executive and the General Committee do not take office until the AGM has ended. After the frequency of the AGM is covered, the possibility of a virtual meeting becomes permissible.

Clause 6. EXECUTIVE

'and elected annually at the AGM' is added in the introductory sentence, confirming the latter part of Clause 4.

'Chairman' becomes 'Chair'.

'Secretary' A named secretary is needed for banking purposes. The Secretary's function is not prescribed and its scope can be decided with the office-holder.

'Vice Chairman' is dropped, as alternative provision is outlined in Clause 8.

'Membership and Online Communications officer' is added (in that order to emphasise the importance of developing and maintaining the database).

In the same way the Society has a reunion team, the proposal is to have a communications team overseen by the Executive which replaces 'Editor' to develop consistency across website, magazine and newsletters.

'Assistant Secretary and President' no longer apply.

The Executive is permitted to co-opt additional non-voting members.

Clause 7. GENERAL COMMITTEE

'an elected committee' becomes 'a General Committee, elected annually at the AGM' again confirming the latter part of Clause 4. Those to be elected are:

- officers - now 4 rather than 6;
- a rep 'nominated by each regional club' now becomes 2 area links group reps;
- 'four full members, two reps of Institute students, two reps of Institute staff' are replaced by:
- reunion team rep, communications team rep, and 2 'volunteer members of the Society'

Those on the General Committee who are not elected, but ex-officio:

- no change to retiring Chair or Methodist Chaplain
- addition of rep from Oxford Brookes alumni team and rep from OCMCH
- addition of Trustee rep of the Westminster College Trust not only because of similar interests, but also to make any future dissolution of the Society (Clause 19) more straightforward.
- The General Committee is given the power to co-opt and also to elect new Executive members



- (subject to proviso) if a vacancy occurs between one AGM and the next.

Clause 8. GENERAL COMMITTEE MEETINGS

Reference to the Executive 'Committee' is dropped, assuming there is no need to legislate for meetings of the Executive and avoiding calling the Executive a committee.

The other proposed changes:

- the quorum is to be 6 of the 10 elected officers;
- decisions are by majority vote of all members - elected and non-elected;
- General Committee meetings may be online if meeting in person is impractical.

Clause 9. ON-LINE MEETINGS: VOTING PROTOCOL

This clarifies how voting can work even if the technology is not working fully.

Clause 10. SUB-COMMITTEES / TEAMS

Reference to the Executive 'Committee' is dropped.

Sub-committees / teams / area groups are there to fulfil Society objectives.

Clause 11. SUBSCRIPTIONS is unchanged

Clause 12. FINANCIAL STATEMENT

'Audited' is changed to 'examined' - correct financial language for our size of organisation.

Clause 13. INTERNET BANKING

This is a new clause with wording negotiated with the bank to suit their purposes for allowing the Society to have internet banking.

Clause 14. DONATIONS

Clauses 12-14 of the 2000 constitution were about the Samaritan and Memorial funds. This new clause is a reworking of the old Clause 13.

It allows the Executive to choose in what way donated funds should be spent, unless funds were raised or donated for a specific purpose, but all donations must be used to 'further the Society's objectives'.

Clause 15. AREA LINKS GROUPS

Here is the first strategy: area links groups.

Clause 16. REUNIONS

Here is the second strategy: reunions. The date of a reunion is decided not by the Executive but by General Committee. The wording 'in consultation with the hosting organisation' is open, rather like 'and its successors'. The present 'hosting organisation' is OBU and there is no expectation that that will change any time soon. It's just future-proof wording.

The reunion team will include the Executive.

Clause 17. COMMUNICATIONS

Here is the third strategy: magazine and website. As proposed in Clause 7: In the same way the Society has a reunion team, the proposal is to have a communications team overseen by the Executive which replaces 'Editor' to develop consistency across website, magazine and newsletters. The magazine will only be available to paid-up members.

Clause 18. DATA MANAGEMENT

A new clause to comply with data protection law.

Clause 19. DISSOLUTION

A new clause to clarify how, if the case were to arise at some stage in the future, the Society would arrange its demise.

Clause 20. FUTURE REVISION TO THE CONSTITUTION

The final clause is identical to the 2000 constitution's final clause, except that any proposed changes must be communicated to members at least 14 days before an AGM.