

GLOUCESTER CATHEDRAL

THE STATUTES¹

Office holders

The Bishop

1. (1) The Bishop has the principal seat and dignity in the Cathedral.
- (2) The Bishop may, after consultation with the Chapter and subject to the following provisions, officiate in the Cathedral and use it in the Bishop's work of teaching and mission, for ordinations and synods and for other diocesan occasions and purposes.
- (3) The Bishop may—
 - (a) celebrate the Holy Communion in the Cathedral on Christmas Day or Easter Day;
 - (b) preach at or appoint the preacher at one of the services in the Cathedral on Christmas Day or Easter Day;
 - (c) preach at or appoint the preacher at ordination services.

The Dean

2. The Dean is the principal dignitary of the Cathedral, next after the Bishop.

The Chapter: general

Corporate and spiritual life

3. Chapter members are expected to share in prayer and worship as part of their responsibilities in governance. Chapter members who are residentiary canons are expected to join together in regular offering of the daily office.

Nominations Committee

Composition etc.

4. (1) The Nominations Committee must have at least three members, at least one of whom must be a non-executive member of the Chapter.
- (2) It is for the Chapter to appoint the members of the Committee, subject to the requirements of Statute 4(1).
- (3) It is for the Chapter to appoint the chair of the Committee; but that person may not be an executive member of the Chapter.
- (4) A person is eligible to be a member of the Nominations Committee only if the person is—
 - (a) an actual communicant (within the meaning given in Rule 83(2) of the Church Representation Rules 12), or

¹ approved by the Church Commissioners 21st July 2022.

- (b) a communicant member of a Church which is not in communion with the Church of England but subscribes to the doctrine of the Holy Trinity.
- (5) The Chapter may remove a member of the Committee from the Nominations Committee if—
 - (a) there is a good reason for the removal (and, for these purposes, good reason includes, without limitation, acting in breach of any code of conduct in place from time to time), and
 - (b) either (at the Chapter's discretion) (i) at least 75% of Chapter members present and voting at a meeting vote in favour of the removal, or (ii) at least 75% of Chapter members who would be eligible to vote at a meeting signify their agreement to the removal by way of written resolution pursuant to Article 13 of the Constitution.
- (6) A member of the Committee holds office as such for a term of up to three years and may be reappointed; but a member who has served more than three consecutive terms is not eligible for reappointment as a member, until at least one year has passed since the member last ceased to hold office as such.
- (7) Any member of the Chapter who is not a member of the Committee is nevertheless entitled to attend the whole or part of any meeting of the Committee and is entitled to speak but not vote.
- (8) If, at the invitation of the Committee, any other person attends the whole or part of a meeting of the Committee, the person may speak, but only at the discretion of the chair, and may not vote.

Functions

- 5. (1) The Nominations Committee must advise the Chapter on—
 - (a) the recruitment and appointment of non-executive members,
 - (b) the recruitment and appointment of members of committees of the Chapter,
 - (c) the training needs of members of the Chapter,
 - (d) the recruitment and appointment of members of the Cathedral Advisory Body,
- (2) The Nominations Committee must—
 - (a) keep under review the skills, knowledge and experience of, and the diversity among, members of the Chapter, members of each committee (including the Nominations Committee itself), members of each sub-committee and members of the Cathedral Advisory Body, and
 - (b) where, in light of a review under sub-paragraph (a), the Committee identifies areas where improvements are required, make recommendations to the Chapter on how to make those improvements,
- (3) The Nominations Committee must liaise and co-operate with each other committee and each sub-committee of the Chapter.
- (4) The Nominations Committee must recommend to the Bishop candidates for the role of senior non-executive member.

Proceedings

- 6. (1) It is for either of the chief officers, at the request of the chair of the Nominations Committee, to convene a meeting of the Committee.
- (2) The Committee must meet at least once in each year.
- (3) Notice of a meeting of the Committee must, unless otherwise agreed, be given to each member of the Committee, and to each person entitled to attend the meeting by virtue of Article 4(7) above, at least five working days before the date of the meeting.

- (4) In the case of each person invited to attend a meeting of the Committee by virtue of Article 4(8) above, notice of the meeting must be given to the person as soon as reasonably practicable before the meeting.
- (5) Notice of a meeting of the Committee—
 - (a) must specify when and where the meeting is to be held,
 - (b) must include an agenda for the meeting, and
 - (c) must, subject to paragraph (6), be accompanied by the relevant papers for the meeting.
- (6) In so far as it is not reasonably practicable for the relevant papers for a meeting of the Committee to accompany the notice of the meeting, the papers must as soon as reasonably practicable be given to each person to whom the notice was given.
- (7) The quorum for a meeting of the Committee is three members, at least one of whom must be a non-executive member of the Chapter.
- (8) Articles 12(6) and (7) of the Constitution (remote participation) apply to a meeting of the Committee as they apply to a meeting of the Chapter.
- (9) Article 13 of the Constitution (decisions without a meeting) applies *mutatis mutandis* to decisions taken by the Nominations Committee, provided that a written resolution of the Committee, and any accompanying documents as required by Article 13(3) of the Constitution, must be approved before circulation to Committee members by the chair of the Committee.

Reporting

7. (1) The members of the Committee shall cause minutes to be made of:
 - (a) the names of all members of the Committee present at the meeting; and
 - (b) all resolutions and proceedings at all meetings of the Committee.
- (2) A draft of the minutes of each meeting of the Nominations Committee must be circulated promptly to each member of the Committee for approval.
- (3) Once the minutes of a meeting of the Committee are approved, the minutes—
 - (a) must be sent to every member of the Chapter, and
 - (b) may be sent to such other persons as the Committee thinks appropriate.
- (4) The Chapter must consider any matters arising from the minutes of a meeting of the Committee.

Terms of reference

8. The Chapter has the power under section 15(8) of the Measure to set terms of reference for the Nominations Committee in relation to its functions, proceedings and reporting requirements but subject to the requirements of the Measure, the Constitution and these Statutes.

Finance Committee

Composition etc.

9. (1) The Finance Committee must have at least three members.
- (2) It is for the Chapter to appoint the members of the Committee, following consultation with the Nominations Committee.
- (3) It is for the Chapter to appoint the chair of the Committee; and that person must have recent and relevant financial experience and must be a non-executive member of the Chapter.
- (4) The Chapter may remove a member of the Committee from office if—

- (a) there is a good reason for the removal (and, for these purposes, good reason includes, without limitation, acting in breach of any code of conduct in place from time to time), and
 - (b) either (at the Chapter's discretion) (i) at least 75% of Chapter members present and voting at a meeting vote in favour of the removal, or (ii) at least 75% of Chapter members who would be eligible to vote at a meeting signify their agreement to the removal by way of written resolution pursuant to Article 13 of the Constitution.
- (5) A member of the Committee holds office as such for a term of up to three years and may be reappointed; but a member who has served more than three consecutive terms is not eligible for appointment as a member, until at least one year has passed since the member last ceased to hold office as such.
 - (6) The Dean is not entitled to be a member of the Committee but is entitled to attend the whole or part of a meeting of the Committee; and at any meeting which the Dean attends, he or she may speak but may not vote.
 - (7) The chief officers must each attend each meeting of the Committee unless the Committee considers that there are circumstances which justify excluding or excusing either or both of the chief officers from the whole or part of the meeting; and a chief officer, when attending the whole or part of a meeting of the Committee, may speak but not vote.
 - (8) If, at the invitation of the Committee, any member of the Chapter attends the whole or part of a meeting of the Committee, the person may speak but not vote.
 - (9) If, at the invitation of the Committee, any other person attends the whole or part of a meeting of the Committee, the person may speak, but only at the discretion of the chair, and may not vote.

Functions

- 10. (1) The Finance Committee must keep under review the activities and management of the Cathedral in relation to such matters as the Chapter specifies in terms of reference for the Committee.
- (2) Section 16(8) of the Measure requires the Chapter, in providing the terms of reference referred to in paragraph (1), to have due regard to any guidance issued by the Church Commissioners on the responsibilities of a Finance Committee.

Proceedings

- 11. (1) It is for either of the chief officers, at the request of the chair of the Finance Committee, to convene a meeting of the Committee.
- (2) The Committee must meet at least four times each year.
- (3) Notice of a meeting of the Committee must, unless otherwise agreed by the members of the Committee, be given to each member of the Committee, and to each person entitled to attend the meeting by virtue of Article 9(6) or (7) above, at least five working days before the date of the meeting.
- (4) In the case of each person invited to attend a meeting of the Committee by virtue of Article 9(8) above, notice of the meeting must be given to the person as soon as reasonably practicable before the meeting.
- (5) Notice of a meeting of the Committee—
 - (a) must specify when and where the meeting is to be held,
 - (b) must include an agenda for the meeting, and
 - (c) must be accompanied by the relevant papers for the meeting.

- (6) In so far as it is not reasonably practicable for the relevant papers for a meeting of the Committee to accompany the notice of the meeting, the papers must as soon as is reasonably practicable be given to each person to whom the notice was given.
- (7) The quorum for a meeting of the Committee is three members, at least one of whom must be a non-executive member of the Chapter.
- (8) Articles 12(6) and (7) of the Constitution (remote participation) apply to a meeting of the Finance Committee as they apply to a meeting of the Chapter.
- (9) Article 13 of the Constitution (decisions without a meeting) applies *mutatis mutandis* to decisions taken by the Finance Committee, provided that a written resolution of the Committee, and any accompanying documents as required by Article 13(3) of the Constitution, must be approved before circulation to Committee members by the chair of the Committee.

Reporting

- 12.** (1) The members of the Committee shall cause minutes to be made of:
- (a) the names of all members of the Committee present at the meeting; and
 - (b) all resolutions and proceedings at all meetings of the Committee.
- (2) A draft of the minutes of each meeting of the Finance Committee must be circulated promptly to each member of the Committee.
- (3) Once the minutes of a meeting of the Committee are approved, the minutes—
- (a) must be sent to every member of the Chapter, and
 - (b) may be sent to such other persons as the Committee thinks appropriate.
- (4) The Chapter must consider any matters arising from the minutes of a meeting of the Committee.

Terms of reference

- 13.** The Chapter has the power under section 16(11) of the Measure to set terms of reference for the Finance Committee in relation to its functions, proceedings and reporting requirements but subject to the requirements of the Measure, the Constitution and these Statutes.

Other committees and sub-committees

Committees: composition etc.

- 14.** (1) A committee of the Chapter established under the Constitution must have at least three members.
- (2) It is for the Chapter to appoint the members of the committee, at least one of whom must be a member of the Chapter, following consultation with the Nominations Committee.
- (3) It is for the Chapter to appoint the chair of the committee; and that person may, but need not, be a member of the Chapter.
- (4) The Chapter may remove a member of the committee from office if—
- (a) there is a good reason for the removal (and, for these purposes, good reason includes, without limitation, acting in breach of any code of conduct in place from time to time), and
 - (b) either (at the Chapter's discretion) (i) at least 75% of Chapter members present and voting at a meeting vote in favour of the removal, or (ii) at least 75% of Chapter members who would be eligible to vote at a meeting signify their agreement to the removal by way of written resolution pursuant to Article 13 of the Constitution.

- (5) A member of a committee holds office as such for a term of up to three years and may be reappointed; but a member who has served more than three consecutive terms is not eligible for election, or for appointment or co-option as a member, until at least one year has passed since the member last ceased to hold office as such.
- (6) A member of the Senior Executive Team is entitled to attend the whole or part of a meeting of the committee and is entitled to speak but not vote.
- (7) Any member of the Chapter, who is not a member of the committee, is nevertheless entitled to attend the whole or part of any meeting of the committee and is entitled to speak but not vote.
- (8) If, at the invitation of the committee, any other person attends the whole or part of a meeting of the committee, the person may speak, but only at the discretion of the Chair, and may not vote.

Sub-committees: composition

15. (1) A sub-committee established under the Constitution must have at least three members.
- (2) It is for the committee under which the sub-committee sits to appoint the members of the sub-committee-
- (3) It is for the Chapter to appoint the chair of the sub-committee.
- (4) At least one member of the sub-committee must be a member of the committee under which the sub-committee sits.
- (5) The Chapter or the committee under which the sub-committee sits may remove a member of the sub-committee from office if—
 - (a) there is a good reason for the removal (and, for these purposes, good reason includes, without limitation, acting in breach of any code of conduct in place from time to time), and
 - (b) either (at the Chapter's discretion) (i) at least 75% of Chapter members or committee members (as the case may be) who are present and voting at a meeting vote in favour of the removal, or (ii) at least 75% of Chapter members or committee members (as the case may be) who would be eligible to vote at a meeting signify their agreement to the removal by way of written resolution pursuant to Article 13 of the Constitution.
- (6) A member of the sub-committee holds office as such for a term of up to three years and may be reappointed; but a member who has served more than three consecutive terms is not eligible for election, or for appointment or co-option as a member, until at least one year has passed since the member last ceased to hold office as such.
- (7) A member of the Senior Executive Team is entitled to attend the whole or part of a meeting of the sub-committee and is entitled to speak but not vote.

Functions

16. The functions of each committee or sub-committee established under the Constitution are set out in the terms of reference for that committee or sub-committee, and committees shall not delegate any functions to sub-committees which have not been delegated to the committee itself.

Proceedings

17. (1) It is for the chief officers, at the request of the chair of a committee or sub-committee established under the Constitution, to convene a meeting of the committee or sub-committee.
- (2) Notice of a meeting of the committee or sub-committee must, unless otherwise agreed, be given to each of its members, and to each person entitled to attend the meeting by virtue of Article 14(6) or (7) or 15(7) above, at least five working days before the date of the meeting.

- (3) In the case of each person invited to attend a meeting of the committee by virtue of Article 14(8) above, notice of the meeting must be given to the person as soon as reasonably practicable before the meeting.
- (4) Notice of a meeting of the committee or sub-committee—
 - (a) must specify when and where the meeting is to be held,
 - (b) must include an agenda for the meeting, and
 - (c) must be accompanied by the relevant papers for the meeting.
- (5) In so far as it is not reasonably practicable for the relevant papers for a meeting of the committee or sub-committee to accompany the notice of the meeting, the papers must as soon as is reasonably practicable be given to each person to whom the notice was given.
- (6) The quorum for a meeting of the committee or sub-committee is three members.
- (7) Articles 12(6) and (7) of the Constitution (remote participation) apply to a meeting of the committee or sub-committee as they apply to a meeting of the Chapter.
- (8) Article 13 of the Constitution (decisions without a meeting) applies *mutatis mutandis* to decisions taken by any committee or sub-committee, provided that a written resolution of such committee or sub-committee, and any accompanying documents as required by Article 13(3) of the Constitution, must be approved before circulation to committee or sub-committee members by the chair of the relevant committee or sub-committee

Reporting

18. (1) The terms of reference of a committee or sub-committee established under the Constitution make provision as to the preparation of minutes and the reporting of proceedings of its meetings to the Chapter.
- (2) A draft of the minutes of each meeting of the committee or sub-committee must be circulated promptly to each of its members for approval,
- (3) Once the minutes of a meeting are approved, the minutes—
 - (a) must be sent to every member of the Chapter, and
 - (b) may be sent to such other persons as the committee or sub-committee thinks appropriate.

Terms of reference

19. The Chapter has the power under section 17(6) of the Measure to set terms of reference for each committee or sub-committee established under the Constitution in relation to its functions, proceedings and reporting requirements but subject to the requirements of the Measure, the Constitution and these Statutes.

Advisory bodies

Terms of reference

20. The Chapter has the power under section 18(4) of the Measure to set terms of reference for any advisory body in relation to its functions, proceedings and reporting requirements but subject to the requirements of the Measure, the Constitution and these Statutes.

Senior Management

Chief officers

21. (1) The chief officers shall be (a) the Chief Operating Officer, and (b) the Chief Finance Officer, provided that the Chapter may from time to time vary the titles pertaining to these roles and provided also that the same person may carry out each of these roles, if each role is to be carried out on a part time basis.
- (2) The Chief Operating Officer reports to the Dean and is responsible for the day-to-day operations of the Cathedral, ensuring that there is adequate resourcing for the Cathedral to achieve its mission and strategic priorities and to ensure legal, financial, and statutory compliance.
- (3) Subject to paragraph (4), the Chief Finance Officer reports to the Chief Operating Officer and is responsible for managing the cathedral's financial resources and the staff of the finance team, and for planning, implementing and running all its financial activities.
- (4) Where the Chief Operating Officer and the Chief Finance Officer roles are undertaken on a part time basis by the same individual, such individual shall report to the Dean in respect of both roles.

Establishment of management group

22. There is to be a group called the Senior Executive Team, concerned with the management of the Cathedral.

Membership of group

23. The members of the Senior Executive Team are—
- (a) the Dean,
- (b) each residentiary canon with responsibility for a department of the Cathedral or for part of its operations,
- (c) the chief officers, and
- (d) such other members of Cathedral staff who from time to time are denoted by the Chapter as members of the Senior Executive Team.

Functions of group

24. The Senior Executive Team will be responsible for the day-to-day operational management of the cathedral under the oversight of the Chapter and will meet as frequently as required in order for them to discharge their duties as effectively as possible.

Accountability of group

25. The group is accountable to Chapter

Dignities

26. The Chapter may from time to time create, abolish or suspend any dignity of the Cathedral as it sees fit, and in similar fashion may change the title by which such dignity is to be known.

Residence

Residence for residentiary canons

27. (1) Commissioners Canons, being those residentiary canons engaged exclusively on Cathedral duties, will undertake at least four months of Residence per annum as arranged by the Canon

Precentor. Other residentiary canons are expected to undertake a minimum of one month Residence per annum, and the Dean will undertake one month Residence per annum.

- (2) Where a Commissioners Canon is in Residence, such Commissioners Canon shall act as Vice Dean for liturgical purposes.

Worship

Divine Service and preaching

28. Provision of Divine Service and preaching is the responsibility of the Dean as shared with the residentiary canons and in particular the Canon Precentor. Preaching in the cathedral is expected regularly of residentiary canons. All preachers are by invitation of the Dean.

Order of precedence

29. The order of precedence in processions at services held in the Cathedral is as follows:
 - (a) residentiary canons process together (without reference to seniority) and with lay Chapter members when present. The Dean is to process last in procession unless the diocesan bishop is present, in which case, subject to paragraph (b) below, the diocesan bishop shall be last in procession.
 - (b) When the Bishop of Tewkesbury is presiding at a service on behalf of the diocesan bishop, they shall assume the last place in procession.

Music, choir etc.

30. The Director of Music is responsible to the Canon Precentor (or whatever title may be given in future to an individual carrying out such role by the Dean) for the offering of music and singing in Divine Service. The Dean has ultimate responsibility for music and singing in Divine Service.

Miscellaneous

Execution of documents

31. A document which is not required to be executed by the application of the Chapter's seal is validly executed by the Chapter if it is signed on behalf of the Chapter by two members of the Chapter, or by one member of the Chapter and one of the chief officers, each of whom is authorised to sign the document by written resolution of the Chapter (whether specially or generally).

Power to establish subsidiaries

32.
 - (1) The Chapter may, for the purpose of securing the good government of the Cathedral, establish subsidiary companies.
 - (2) The Chapter may itself become a member of a company established under this Article.
 - (3) In this Article, "company" includes any body corporate.

Archaeologist

33. Section 23(2) of the Care of Cathedrals Measure 2011 requires the Chapter to appoint a cathedral archaeologist.

Patronage

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

Amendments to Statutes

Amendments

35. The procedure for making amendments to these Statutes is set out in sections 31 to 34 of the Measure.

Interpretation

Interpretation

36. (1) In these Statutes—

“the Bishop” means the Bishop of Gloucester (but see paragraph (2));

“the Cathedral” means the Cathedral Church of St Peter and The Holy and Indivisible Trinity in Gloucester;

"Canon Precentor" means the person appointed to such role in the Cathedral from time to time;

“the Measure” means the Cathedrals Measure 2021;

“working day” means a day which is not a Saturday or Sunday, Christmas Day, Good Friday or a bank holiday in England under the Banking and Financial Dealings Act 1971;

- (2) Where the functions of the Bishop are being exercised by another bishop in accordance with an instrument made under section 13 or 14 of the Dioceses, Pastoral and Mission Measure 2007, the references in these Statutes to the Bishop are to be read as references to that other bishop.
- (3) A reference in these Statutes to a provision of the Measure is to be read as a reference to that provision as for the time being amended, extended or applied by or under any other Measure.
- (4) Subject to that, the Interpretation Act 1978 applies to these Statutes.

Revocation

Revocation

37. The Statutes of the Cathedral made in July 2014 cease to have effect.