

THE CONSTITUTION

of the Cathedral Church of the Holy Trinity and of Saint Peter and Saint Paul and of Saint Swithun in Winchester

Preamble

In the reign of Cenwall, King of the West Saxons (d.672), the Church of Winchester, later known as Old Minster, was built and dedicated in the name of St Peter and St Paul. About three hundred years later, in the reign of Edgar, King of England, the name of St Swithun, a former Bishop of Winchester, was joined with the names of the two Apostles in the dedication, and the Church was reformed by Bishop Aethelwold, with the encouragement of St Dunstan, ordered according to the Rule of St Benedict, and thereafter enlarged. In the year 1079 in the episcopate of Bishop Walkelin, cousin to the Conqueror, a new Cathedral Church was founded, in the precinct of Old Minster, into which the monks moved upon its consecration in 1093. The Cathedral Church, still under the Benedictine rule, was completed, extended and remodelled successively in the episcopates of Bishops Giffard, de Lucy, Woodlock, Edington, Wykeham, Beaufort and Fox. King Henry VIII dissolved the constitution of the Priory of St Swithun, and by Letters Patent given in the thirty-second year of his reign established in their stead a New Foundation of a Dean and twelve Canons to be a body corporate known by the name of *The Dean and Chapter of the Cathedral Church of the Holy Trinity of Winchester*. The Cathedral was governed according to the Statutes shortly afterwards put forth by the same King Henry, subject to Royal or Episcopal injunctions, according to the varying religious allegiance of successive monarchs, which were revised by King Charles I at the hand of William Laud, Archbishop of Canterbury, and promulgated by Letters Patent in 1638.

Between the years of 1645 and 1660, during the time of the Civil War, Commonwealth and Protectorate, the Dean and Chapter was abolished, the Cathedral Church suffered much neglect and damage and was saved from demolition only by petition of the citizens of Winchester.

The Cathedral Church and its Constitution and Statutes were reinstated after the Restoration of Charles II in 1660, since when the Dean and Chapter has continued without a break until the present day. In 1942, in the reign of King George VI, the Statutes given by King Charles I were revised in accordance with the provisions of the Cathedrals Measure 1931 and 1934. In 1967, in the reign of Queen Elizabeth II, the Statutes were further revised in accordance with the Cathedrals Measure 1963, and a new Constitution and new Statutes framed for the Cathedral Church of Winchester; retaining from the former Statutes whatever provisions were still useful, omitting others and new ordinances provided, more apt to the conditions of the time. This Constitution and accompanying Statutes were drawn up by a Transitional Council established in accordance with the Cathedrals Measure 1999 and came into effect on 19 April 2000. They have since been amended on 17 February 2009, 10 December 2014, 12 November 2020 and (in conformity with the Cathedrals Measure 2021) 25 January 2023.

Introductory

Cathedral's ecclesiastical purpose

1. A person or body on whom a function is conferred by or under the Cathedrals Measure 2021 (referred to in this Constitution as “the Measure”) must, in exercising that function, have due regard to—
 - (a) the fact that the Cathedral is the seat of the Bishop and a centre of worship and mission, and
 - (b) the importance of the Cathedral's role in providing a focus for the life and work of the Church of England in the Diocese.



The Chapter

Establishment and governance

2. (1) There continues to be a body called the Chapter.
- (2) The body corporate established by virtue of section 9(1)(a) of the Cathedrals Measure 1999 continues to exist and consists only of the Chapter.
- (3) The members of the Chapter (see Article 4 below) have the general control and management of the administration of the Cathedral and, accordingly, are the charity trustees of the Chapter for the purposes of the Charities Act 2011 following the commencement of the charity provisions under section 53(6) of the Measure in relation to the Cathedral.

Objects

3. (1) The objects of the Chapter are—
 - (a) to advance the Christian religion in accordance with the faith and practice of the Church of England, in particular by furthering the mission of the Church of England;
 - (b) to care for and conserve the fabric and structure of the Cathedral Church building;
 - (c) to advance any other charitable purposes which are ancillary to the furtherance of the purpose referred to in sub-paragraph (a) or (b).
- (2) In paragraph (1)—

“the mission of the Church of England” means the whole mission of the Church of England, pastoral, evangelistic, social and ecumenical;

“Cathedral Church building” means the buildings within the ecclesiastical exemption for the Cathedral;

“charitable purposes” means purposes within section 2(1) of the Charities Act 2011.
- (3) In furthering the objects set out in paragraph (1), the Chapter must act for the public benefit within the meaning of section 4(3) of the Charities Act 2011.

Membership: general

4. (1) The members of the Chapter are—
 - (a) the Dean (which term throughout this Constitution includes any interim dean appointed pursuant to Article 19),
 - (b) the residentiary canons, and
 - (c) whichever other persons are appointed in accordance with this Constitution.
- (2) The executive members of the Chapter are—
 - (a) the Dean, and
 - (b) each residentiary canon who carries out cathedral duties (see further paragraph 1(3) of Schedule 1 to the Measure).
- (3) The other members of the Chapter are the non-executive members.
- (4) The Chapter must have more non-executive members than executive members.
- (5) At least two-thirds of the non-executive members must be lay persons.
- (6) The Chapter must have at least eight members but no more than twelve or such larger number as is necessary to comply with paragraph (4).

Membership: non-executives

5. (1) The Bishop, after consulting the Chapter, must appoint one of the non-executive members who is not a residentiary canon.
- (2) The non-executive member appointed under paragraph (1) is, by virtue of that appointment, the senior non-executive member of the Chapter.
- (3) The members of the Chapter must appoint the other non-executive members who are not residentiary canons; but each appointment under this paragraph requires the prior approval of the Bishop.
- (4) A non-executive member of the Chapter may not be appointed for a term exceeding three years; but, subject to paragraph (5), a non-executive Chapter member may be reappointed for further terms not exceeding three years.
- (5) A non-executive member of the Chapter may be re-appointed once or, in exceptional circumstances, twice where it is in the best interests of the Cathedral.
- (6) A non-executive member of the Chapter who has served three consecutive terms of office is not eligible to be appointed as a non-executive Chapter member again until at least three years have passed since he or she last ceased to hold office as a non-executive member of the Chapter.

Membership: eligibility

6. (1) A person aged under 16 is not eligible to be a member of the Chapter.
- (2) A chief officer is not eligible to be a member of the Chapter.
- (3) A person who is disqualified as referred to in section 36 of the Measure (safeguarding) or in paragraph 2(1) of Schedule 1 to the Measure (charity trustee) is not eligible to be a member of the Chapter.
- (4) In considering the appointment of a prospective non-executive Chapter member, the Chapter must consider whether the relevant individual is fit, proper and able to discharge their functions as a Chapter member and a charity trustee.
- (5) A person is eligible to be a non-executive Chapter member only if the person is
 - (a) an actual communicant (within the meaning given in Rule 83(2) of the Church Representation Rules), or
 - (b) a communicant member of a Church which is not in communion with the Church of England but subscribes to the doctrine of the Holy Trinity.
- (6) A majority of the non-executive members must come within paragraph (5)(a).
- (7) At least one non-executive member must have recent and relevant financial experience.

Resignation and removal of Chapter members

7. (1) A non-executive member of the Chapter (other than the one appointed by the Bishop) may resign the office by giving notice in writing to the Dean and the chief officers.
- (2) The non-executive member of the Chapter appointed by the Bishop may resign the office by giving notice in writing to the Bishop, the Dean and the chief officers.
- (3) A resignation under this Article takes effect—
 - (a) on the date specified in the notice, or
 - (b) if no date is specified in the notice, five working days after the day on which the notice is sent (or, if it is sent to different persons on different days, the later or latest of those days).

- (4) A non-executive member of the Chapter will cease to be a Chapter member with immediate effect on ceasing to be eligible for Chapter membership by virtue of Article 6(2) or (3).
- (5) An executive member of the Chapter will cease to be a Chapter member with immediate effect on vacating the office by virtue of which, under Article 4(2), they became an executive Chapter member.
- (6) Subject to this Article 7, the terms on which a non-executive member of the Chapter holds and vacates office are those set out in the member's appointment for the purposes of paragraph 3 of Schedule 1 to the Measure.

Chapter member benefits and conflicts of interest

8. (1) A member of the Chapter is permitted to receive only those emoluments and expenses which are permitted by paragraph 4 of Schedule 1 to the Measure.
- (2) The Chapter must adopt (and may from time to time revise) a policy for managing conflicts of interest; the policy must include guidance for, and must set out the procedures to be followed by, every member of the Chapter, every member of a committee or sub-committee, and every employee of the Chapter.
- (3) A member of the Chapter must declare any interest (direct or indirect)—
 - (a) which the member may have in a proposed transaction or arrangement with the Chapter, or
 - (b) which the member may have in a transaction or arrangement with the Chapter but which the member has not already declared.
- (4) If a conflict arises for a member of the Chapter out of an interest of the kind referred to in paragraph (3) or because the member owes a duty of loyalty to another person, body or organisation, the other members of the Chapter may authorise the conflict if they agree that doing so is in the best interests of the Chapter.
- (5) Where a conflict is authorised under paragraph (4), the member in question is not entitled to attend, and does not count as part of the quorum or vote at any part of, a meeting at which there is discussion about the conflict or the proposed or actual transaction or arrangement giving rise to it.

Functions

9. (1) The Chapter must direct and oversee the administration of the affairs of the Cathedral; and in performing that duty, the Chapter must in particular—
 - (a) order the worship of the Cathedral and promote its mission;
 - (b) formulate, after consulting the Bishop, proposals relating to the general direction and mission of the Cathedral;
 - (c) prepare an annual budget for the Chapter;
 - (d) prepare an annual report for the Chapter and annual accounts for audit and subsequent approval;
 - (e) keep under review this Constitution and the Statutes;
 - (f) manage the property which is vested in the Chapter and the income accruing from it and, in particular, ensure that any necessary repairs and maintenance in respect of the Cathedral and its contents and other buildings and monuments are carried out.
- (2) The Chapter must, within ten months of the end of its financial year, send a copy of its accounts and annual report to the Church Commissioners, the Bishop and the Charity Commission.

- (3) The Chapter has the powers relating to investment and other uses of money which are set out in section 24 of the Measure.
- (4) The Chapter is not permitted to use the power conferred by section 292B of the Charities Act 2011 (social investment power).

Statutes

10. (1) The Statutes of the Chapter provide for the good government of the Cathedral.
- (2) The provisions in the Statutes must be consistent with the Measure and with this Constitution.

Safeguarding

11. (1) The Bishop has power under section 37 of the Measure to suspend a member of the Chapter on grounds relating to the safeguarding of children and vulnerable adults. A member who is suspended shall not take part in the business of Chapter during any period of suspension.
- (2) A member of Chapter who is suspended under section 37 of the Measure has a right of appeal under section 38 of the Measure against the suspension.
- (3) For so long as section 5 of the Safeguarding and Clergy Discipline Measure 2016 remains in force for the purposes of any guidance issued from time to time by the House of Bishops on matters relating to the safeguarding of children and vulnerable adults, the Chapter is required by that section to have due regard to that guidance.
- (4) The Chapter is required by section 5A of the Safeguarding and Clergy Discipline Measure 2016 to comply with requirements imposed on it by the code of practice issued from time to time by the House of Bishops on safeguarding children and vulnerable adults.
- (5) The Dean has the responsibilities referred to in Article 18(2)(f) below in relation to the safeguarding of children and vulnerable adults.

Chapter meetings

12. (1) Meetings of the Chapter are to be chaired by—
 - (a) the Dean, or
 - (b) if the Dean is absent, the senior non-executive member, or
 - (c) if the Dean and the senior non-executive member are absent, a non-executive member who has been chosen by the members of the Chapter.
- (2) But the senior non-executive member is not entitled to chair a meeting of the Chapter if a person appointed as interim dean is carrying out functions of the Dean in which case such interim dean shall chair the meeting (unless that person is himself or herself absent).
- (3) The Chapter must hold a sufficient number of meetings in each financial year to enable the efficient transaction of its business, and in any event must meet at least four times within such financial year.
- (4) The Dean, the senior non-executive member or three other members of the Chapter may at any time call a meeting of the Chapter by giving written notice of the meeting to each member of the Chapter and to the chief officers.
- (5) Notice under paragraph (4) must be given at least fourteen days before the day on which the meeting is due to be held unless—
 - (a) each member of the Chapter agrees to waive that requirement for the meeting concerned, or
 - (b) urgent circumstances justify a shorter period of notice.

- (6) Where a member of the Chapter participates in a meeting of the Chapter by means of a conference call or other facility which enables everyone taking part in the meeting to hear each other, the participation by that member in that way is to be treated as being present at the meeting; and the member is accordingly to be counted for the purpose of working out whether there is a quorum and is entitled to vote at the meeting.
- (7) Where there is a meeting of the Chapter at which one or more members are present in the way described in paragraph (6), the meeting is to be documented as being held—
 - (a) at the place at which there is the largest number of members present (including in the way described in paragraph (6)) or,
 - (b) if there is no one place which meets that description, at the place at which the chair of the meeting is present.
- (8) The quorum of the Chapter is four members and must include at least one executive member and at least one non-executive member.
- (9) A decision at any meeting of the Chapter is to be made by consensus, but in the absence of consensus a decision is to be taken by a majority vote of members present at the meeting (including in the way described in paragraph (6)).
- (10) If there is a tied vote at a meeting of the Chapter being chaired by the Dean, the Dean has a second, casting vote.
- (11) If there is a tied vote at a meeting of the Chapter at which the Dean is absent, then the chair of that meeting may not exercise a casting vote but the decision to which the tied vote pertains shall be referred to the Dean following the meeting, and the Dean shall exercise their vote (which will be the casting vote on the matter) as if they were in attendance at the relevant meeting.
- (12) The chief officers must attend each meeting of the Chapter unless the Chapter considers that there are circumstances which justify excluding or excusing either or both of the chief officers from the whole or part of the meeting; and a chief officer, when attending the whole or part of a meeting of the Chapter, may speak but may not vote. The absence of either or both of the chief officers shall not invalidate the proceedings.

Decisions without a meeting

13. (1) Subject to the provisions of this Article 13, a resolution in writing agreed to by a majority of the members of the Chapter is as valid and effective as if it had been passed at a meeting of the Chapter duly convened and held and shall be treated as having been passed on the date at which the last member required to vote in favour of such resolution signifies their agreement to it in accordance with Article 13(4).
- (2) Any Chapter member may propose a written resolution for consideration by the Chapter, but a resolution may only be circulated to the Chapter members when it and the accompanying documents required pursuant to paragraph (3) below have been approved in writing by (a) the Dean or (b) the senior non-executive member and where, in any event, the resolution has the support of the Dean or, if the Dean is conflicted in relation to the matter, the senior non-executive member.
- (3) All resolutions circulated to Chapter members pursuant to this Article 13 shall be accompanied by an explanatory note which sets out the purpose of the resolution and the reasons for proposing it, as well as such other information as is necessary to allow the Chapter members to make a properly informed decision as to whether such resolution should be supported.
- (4) A member of the Chapter may signify agreement to a proposed written resolution—

- (a) by signing a hard copy,
 - (b) by email sent from the email address which the member usually uses in connection with the affairs of the Chapter, or
 - (c) if the Chapter has approved the use of some other electronic means for this purpose, by that electronic means.
- (5) The Chapter is to be treated as taking a majority decision on a matter if a majority of the members indicate to each other by electronic means that they share a common view on the matter.
- (6) A decision taken in the way described in paragraph (5) must be duly reported and minuted at the next meeting of the Chapter.
- (7) A decision taken in the way described in paragraph (5) may (but need not) take the form of a written resolution passed in accordance with paragraph (1).

Special Chapter meeting with Bishop

14. (1) The Chapter must each year hold a special meeting at which—
- (a) it must consult the Bishop on the general direction and mission of the Cathedral, and
 - (b) the Bishop may seek the advice of the Chapter on any particular matter.
- (2) Before deciding who to invite to a special meeting under paragraph (1) (apart from the members of the Chapter and the Bishop), the Chapter must consult the Bishop.

The Seal

15. (1) The application of the Chapter's seal must be authorised by Chapter and authenticated by two authorised persons, at least one of whom must be a member of the Chapter; and a person is "authorised" to authenticate the application of the seal if the person is a member of the Chapter or a chief officer.
- (2) A document purporting to be duly executed under the Chapter's seal is to be received in evidence and, unless the contrary is proved, taken to be so executed.

Office holders

The Bishop

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

The Visitor

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

- (a) when the Bishop considers it necessary or desirable to do so, or
 - (b) when requested to do so by the Chapter.
- (4) In the course of a visitation, the Bishop may give such directions to the Chapter, the holder of an office in the Cathedral or a person employed by the Chapter or engaged to provide services in connection with the Cathedral as will, in the opinion of the Bishop, better serve the due observance of this Constitution and the Statutes.
- (5) The Bishop as Visitor must determine any question which arises on the nature of the cathedral duties that are carried out by any particular residentiary canon.
- (6) The Bishop has the duty under section 10(6) of the Measure to have due regard, in the exercise of functions as Visitor, to any guidance issued by the Church Commissioners in relation to the Visitor's functions.

The Dean

- 18.** (1) The Dean is appointed by The Crown.
- (2) The Dean, as the principal dignitary of the Cathedral next after the Bishop, must on behalf of the Chapter govern and direct the life and work of the Cathedral; and in performing that duty, the Dean must in particular—
- (a) ensure that Divine Service is duly performed in the Cathedral;
 - (b) ensure that this Constitution and the Statutes are faithfully observed;
 - (c) oversee the work undertaken by the clergy and staff of the Cathedral in relation to the Cathedral;
 - (d) maintain good order and proper reverence in the Cathedral;
 - (e) secure the pastoral care of all members of the cathedral community;
 - (f) provide leadership on matters relating to the safeguarding of any children or vulnerable adults who work, volunteer or worship in the Cathedral or who visit the Cathedral; and
 - (g) take all decisions necessary for dealing with an emergency affecting the Cathedral, pending consideration of the matter by the Chapter.
- (3) None of the following may be done without the consent of the Dean—
- (a) altering the ordering of services in the Cathedral;
 - (b) settling the Chapter's budget;
 - (c) (if the Dean would have been entitled to vote on the decision and not prevented from doing so pursuant to Article 8(5)) implementing a decision taken by the Chapter in the Dean's absence.
- (4) In the case of a decision taken by the Chapter on a matter other than the matters mentioned in paragraph (3)(a) and (b), the Dean is to be taken as having given consent for the purposes of paragraph (3)(c) after the expiry of one month beginning with the day after that on which the decision was taken.
- (5) But paragraph (4) does not apply if, during the one-month period referred to in that paragraph, the Dean asks the Chapter to reconsider the decision at its next meeting; and the decision is to be taken by a majority vote of those present and voting at the meeting.
- (6) The Dean is, in respect of functions relating to the Cathedral, accountable to the Chapter in accordance with arrangements made by the Chapter.

Interim dean

19. If the office of Dean is vacant or the Dean is unable to carry out functions because of illness or absence or for any other reason, the Bishop must appoint a person to carry out the functions concerned during the period concerned in accordance with section 13 of the Measure.

Residentiary canons

20. (1) The number of residentiary canons shall not exceed four at any one time.
- (2) The residentiary canons shall be appointed by the Bishop with the approval of the Dean.
- (3) Prior to providing any approval to the Bishop in accordance with Article 20(2), the Dean shall first afford the Chapter an opportunity to express their views both in general as to the appointment and as to any specific person proposed for an appointment and, in deciding whether to grant approval the Dean shall have regard to those views.
- (4) Residentiary canons shall not hold any other office or preferment except with the written consent of the Bishop.
- (5) Subject to the rights exercisable by any other person in accordance with the Constitution and the Statutes, each residentiary canon shall have the duties of leading worship, preaching and celebrating Holy Communion as determined by the Chapter.
- (6) The residentiary canons shall undertake such duties in the Cathedral as the Chapter shall determine after consultation with them. They shall endeavour to strengthen the whole corporate life, worship and work of the Cathedral and to promote the engagement of the Cathedral in the Diocese and the wider community.
- (7) Each residentiary canon shall hold office on such terms and conditions as shall be specified on appointment..
- (8) Residentiary canons, whether or not engaged exclusively in Cathedral duties, shall be given titles such as Canon Chancellor, Canon Precentor or Canon Missioner or otherwise as the Chapter sees fit.
- (9) At least two full-time equivalent residentiary canons must be engaged exclusively on cathedral duties.

Lay canons

21. (1) Subject to the following provisions there shall be not more than ten lay canons who shall be appointed by the Bishop from among lay persons who are members of the Chapter or who have given distinguished service to the Diocese or the Cathedral or who have been nominated by the Dean and Chapter, and who are actual communicants.
- (2) A lay canon shall seek to contribute to the corporate life of the Cathedral and to promote its mission and service in the Diocese.
- (3) A lay canon who is a non-executive member of the Chapter or who holds some office in the Cathedral or the Diocese shall cease to be a lay canon on ceasing to be a member of Chapter or, as the case may be, ceasing to hold that office.
- (4) A lay canon who is neither a member of the Chapter nor the holder of an office in the Cathedral or the Diocese shall be appointed for a single term of three years, subject to reappointment for a further non-renewable term of three years.

Honorary (non-residentiary) Canons

Ordained Honorary Canons

22. (1) Subject to the following provisions there shall be not more than twenty honorary canons who shall be appointed by the Bishop, with the approval of the Dean and Chapter, from



among persons in Holy Orders who are beneficed or licensed in the Diocese. Honorary canons are non-residentiary canons for the purposes of the Measure.

- (2) Any Bishop Suffragan or full-time stipendiary Assistant Bishop or any Archdeacon (in each case who is not also a residentiary canon) shall be a supernumerary honorary canon.
- (3) An honorary canon (other than the Canon Theologian appointed under paragraph (6) below and the Extra-Diocesan Honorary Canon appointed under paragraph (4) below) shall vacate office automatically and without the execution of any instrument of resignation upon ceasing to be beneficed or licensed in the Diocese. An honorary canon who has been appointed in connection with some office held or function performed shall, so long as holding such office or performing such function, continue in the honorary canonry, but on ceasing to hold such office shall vacate it unless the Bishop otherwise determines.

Extra-Diocesan Honorary Canon

- (4) One of the twenty honorary canons, referred to in Article 22(1), may at the discretion of the Bishop, and with the approval of the Dean and Chapter, be a person who is not beneficed or licensed in the Diocese who is appointed in recognition of that person holding some office or position in the Church of England or in a Church in communion therewith or of their being a person of distinction.
- (5) An extra-diocesan honorary canon appointed under Article 22(4) above shall hold office for a period of five years, but the appointment may be renewed by the Bishop after consultation with the Dean for a further non-renewable term of three years.

Canon Theologian

- (6) The Bishop may, with the approval of the Dean and Chapter, appoint one additional honorary canon or lay canon with the title of Canon Theologian who need not be beneficed or licensed or resident in the Diocese; such appointment shall be for an initial term of five years, but the appointment may be renewed by the Bishop after consultation with the Dean for a further non-renewable term of three years.

Abbot of Alton Abbey

- (7) The Abbot of Alton Abbey shall, ex officio, be an additional honorary canon or lay canon (depending on whether the Abbot is in holy orders).

Senior management and other appointments

Chief officers

- 23.** (1) The Chapter must appoint persons to undertake administration in the Cathedral through carrying out the role of a chief operating officer and the role of a chief finance officer, provided that, subject to the requirements of the Measure, such roles may be redefined and / or renamed by the Chapter from time to time.
- (2) The Chapter is entitled to appoint the same person to carry out each of those roles, if each one is to be carried out on a part-time basis.

Architect or surveyor

- 24.** (1) The Chapter must appoint an architect or surveyor of the fabric of the Cathedral.
- (2) A person may not be appointed under paragraph (1) unless that person has whatever qualifications and expertise in matters relating to the conservation of historic buildings and other matters the Chapter considers appropriate.
- (3) Before making a decision about the qualifications and expertise required for the purposes of paragraph (2), the Chapter must consult—



- (a) the Cathedrals Fabric Commission for England, and
- (b) whichever other persons or bodies the Chapter considers appropriate.

Auditor

25. The Chapter must appoint an auditor for the Chapter for each financial year and decide the level of remuneration for the auditor so appointed.

Music supervisor

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

Committees

Nominations Committee

27. (1) There is to be a committee known as “the Nominations Committee”.
- (2) The Chapter must appoint the members and chair of the Nominations Committee.
- (3) The composition, functions and proceedings of the Nominations Committee are set out in the Statutes (except in so far as provision is made for those matters in section 15 of the Measure).
- (4) The terms of reference provided by the Chapter for the Nominations Committee may set out the matters relating to composition, functions and proceedings which are set out in the Statutes as well as any supplementary matters in accordance with the Measure.

Finance Committee

28. (1) There is to be a committee known as “the Finance Committee”.
- (2) The Chapter must appoint the members and chair of the Finance Committee.
- (3) The terms of reference provided by the Chapter for the Finance Committee may set out the matters relating to composition, functions and proceedings which are set out in the Statutes as well as any supplementary matters in accordance with the Measure.

Audit and Risk Committee

29. (1) There is to be a committee known as “the Audit and Risk Committee”.
- (2) The Chapter must appoint the members and chair of the Audit and Risk Committee.
- (3) The terms of reference provided by the Chapter for the Audit and Risk Committee may set out the matters relating to composition, functions and proceedings which are set out in the Statutes as well as any supplementary matters in accordance with the Measure.

Other committees

30. (1) The Chapter may from time to time establish committees or sub-committees of the Chapter.
- (2) Any committee or sub-committee so established may include persons who are not members of the Chapter.
- (3) The composition, chairing and proceedings of any such committees or sub-committees are set out in the Statutes.
- (4) The terms of reference provided by the Chapter for each committee and sub-committee set up pursuant to section 17 of the Measure may set out the matters relating to composition, functions and proceedings which are set out in the Statutes as well as any supplementary matters in accordance with the Measure.



Community roll

Community roll

- 31.** (1) The Chapter must form and maintain a list (referred to in this Constitution as the “Electoral Section”) which contains the name of each person—
- (a) who is baptised,
 - (b) who is aged 16 or over,
 - (c) who has made one of the following two declarations, and
 - (d) whose application for enrolment for the purposes of section 6(1) of the Measure has been granted.
- (2) The first declaration is that the person—
- (a) is a member of the Church of England or of a Church in communion with it, and
 - (b) has habitually attended public worship at the Cathedral during the preceding six months.
- (3) The second declaration is that the person—
- (a) is a member in good standing of a Church which is not in communion with the Church of England but subscribes to the doctrine of the Holy Trinity,
 - (b) is also a member of the Church of England, and
 - (c) has habitually attended public worship at the Cathedral during the preceding six months.
- (4) The Chapter may form and maintain a list (referred to in this Constitution as the “Cathedral Section”) which contains the name of each person—
- (a) who is not eligible for inclusion in the Electoral Section, but
 - (b) who is a member of the cathedral community, and
 - (c) whose application for enrolment for the purposes of section 6(4) of the Measure has been granted.
- (5) For the purpose of paragraphs (2) and (3) above, a person who has habitually attended services broadcast by the Cathedral via the internet during the six month period mentioned in those paragraphs shall be deemed to have habitually attended public worship at the Cathedral during such period.

The College of Canons

Establishment

- 32.** (1) There continues to be a body called the College of Canons.
- (2) The College of Canons is independent of the Chapter and neither the College nor its members (in their capacity as such) form part of the body corporate of the Cathedral.
- (3) The members of the College of Canons are—
- (a) the Dean,
 - (b) every suffragan bishop of the Diocese,
 - (c) every canon of the Cathedral, and
 - (d) every archdeacon of the Diocese.

- (4) In paragraph (3)(c), “canon” includes a lay canon and a non-residentiary canon but not a minor canon; and “non-residentiary canon” includes a prebendary who is not a residentiary canon.
- (5) The College of Canons has the functions conferred by the Appointment of Bishops Act 1533 on the body referred to in that Act as the Dean and Chapter of the Cathedral.
- (6) The function of the College of Canons is, additionally, to promote and support the mission and ministry of the Cathedral in the Diocese by drawing on the experience of its members in their ministry and reflecting the views of the Diocese. In furtherance of this role it shall:
 - (a) discuss current issues relevant to its role,
 - (b) receive and consider the annual report and audited accounts of the Cathedral, and
 - (c) discuss such matters concerning the Cathedral as may be raised by any of its members.

Amendments to Constitution

Amendments

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

Interpretation

Interpretation

34. (1) In this Constitution—
 - “the Bishop” means the Bishop of Winchester (but see paragraph (2));
 - “the Cathedral” means the Cathedral Church of the Holy Trinity and of Saint Peter and Saint Paul and of Saint Swithun in Winchester;
 - “the cathedral community” means (a) persons over the age of 16 who worship regularly in the cathedral or are engaged in work or service connected with the cathedral in a regular capacity, and (b) such other persons as the statutes may specify as members of the cathedral community;
 - “Cathedral Section” has the meaning given in Article 31 above;
 - “child” means a person aged under 18;
 - “the Diocese” means the diocese of Winchester and “diocesan” is to be read accordingly;
 - “Electoral Section” has the meaning given in Article 31 above
 - “electronic means” has the meaning given to it in section 1168 of the Companies Act 2006;
 - “the Measure” means the Cathedrals Measure 2021;
 - “the Statutes” mean the statutes of the Cathedral adopted pursuant to the Measure and as revised from time to time;
 - “vulnerable adult” has the same meaning as in the Safeguarding and Clergy Discipline Measure 2016;
 - “working day” means a day which is not a Saturday or Sunday, Christmas Day, Good Friday or a bank holiday in England under the Banking and Financial Dealings Act 1971;
- (2) Where the functions of the Bishop are being exercised by another bishop in accordance with an instrument made under section 13 or 14 of the Dioceses, Pastoral and Mission



Measure 2007, the references in this Constitution to the Bishop are to be read as references to that other bishop.

- (3) A reference in this Constitution to a provision of a Measure or of an Act of Parliament is to be read as a reference to that provision as for the time being amended, extended or applied by or under any other such provision.
- (4) Subject to that, the Interpretation Act 1978 applies to this Constitution.

Revocation

Revocation

- 35.** The Constitution of the Cathedral made on 12 November 2020 ceases to have effect.