**Churches Together in England (CTE)**

**Rules of Delegation and Levels of Authority**

1. **Charitable objective**

**2. Mission statement**

**3. Enabling Group (Members)**

**5. General Secretary**

(see job description appendix **B**)

**Finance and Operations Committee**

**Comms**

**Pentecostal and Multicultural Relations**

**Mission and Evangelisation**

**Operations**

**4. Board of Trustees**

**Nomination Committee**

**Ecumenical Development & Relations**

Churches Together in England (CTE)

**Board powers and executive limitations**

### Main charitable objective

1. The charity’s objectives (“the Objects”) are defined as
	1. the advancement of the Christian Religion in accordance with the statement of faith,
	2. the relief of poverty
	3. the advancement of education
	4. and any other purposes which are charitable according to the law of England and Wales.

### Mission statement

2. The charity seeks (within its general objectives) to be a visible sign of the churches’ commitment to one another, in obedience to our Lord’s Prayer “that they may all be one. As you, Father are in me and I am in you, may they also be in us so that the world may believe that you have sent me”. (John 17:21) (NRSV)

The strapline to guide CTE is **One in Christ Jesus, engaged in God's mission, empowered by the Spirit.**

### Enabling Group

3. The Enabling Group is the meeting of Churches Together in England’s Members and has the task of nurturing ecumenism in England. It considers matters of governance and common concern, including admitting new Members, electing the Trustees and Chair of Trustees. It is the place where the Trustees of CTE report to Member Churches and are offered direction for the future.

### Board of Trustees (who are also Directors of the Company limited by Guarantee)

4. The Board of Trustees has ultimate responsibility for directing the affairs of the charity and ensuring that it is solvent, well run, and delivering the outcomes for the benefit of the public for which it has been set up. Trustees are also expected to play an ambassadorial role representing the Charity.

 (i) **The Board of Trustees** is responsible for ensuring that CTE:

1. safeguards the good name and values of CTE, ensuring that the Charity is open to the prompting of the Holy Spirit and responsive to God’s leading
2. fulfils its charitable objectives as effectively and efficiently as possible
3. acts strictly in accordance with its Memorandum and Articles, its own Rules, the law specifically controlling companies and charities in England and Wales and all other relevant law and regulations in all jurisdictions where the Charity operates
4. manages its affairs prudently, taking a long-term as well as a short-term view
5. applies its resources exclusively in pursuance of its objects
6. manages its finances effectively and ensures its financial stability
7. manages and protects its property and ensures the proper investment of its funds
8. ensures the proper management of any fundraising appeals

### The Board of Trustees further:

h) ensures the proper management of any fundraising appeals

i) ensures that nothing is done that might endanger or prejudice the safety of its beneficiaries

j) ensures the effective and efficient management of all its activities and delegates tasks appropriately

k) monitors and controls tasks that have been delegated

l) maintains good working relations with the General Secretary and other staff within the defined governance and management roles

m) appoints and manages the General Secretary

n) takes proper professional advice on matters on which the Board is not competent

o) avoids any personal conflict between Trustees’ personal interests and those of CTE

1. supports CTE in prayer, committing to pray regularly for CTE, its staff and beneficiaries
2. can cancel the membership of any CTE Member in the event of non-payment of invoices, once all reasonable attempts to recover monies have failed, as per the CTE Credit Control Policy.

(ii) **The Chair of Trustees** has a role in Payment Authorisation Procedures (see below), specifically in authorising the expenses of the General Secretary.

(iii) **The Treasurer** oversees the financial affairs of the organisation and ensures they are legal, constitutional and within accepted accounting practice. Specifically he or she:

a) Oversees the production and adoption of an annual budget and annual accounts

b) Reports to the Enabling Group on the financial affairs of the organization

c) Leads on appointing and liaising with auditors or an independent examiner as appropriate.

### 5. Delegation to Sub-Committees

1. In practice, the Board delegates much power to make decisions about the management of CTE’s ongoing activities to the General Secretary, and may delegate such power to sub-committees (such as a Finance and Operations Committee or a Nominations Committee, or specific ad-hoc Committees), but the Board are still responsible for the outcomes of these decisions. The Trustees therefore remain responsible for all CTE’s activities whether or not they were involved in a specific decision.
2. Other Advisory Committees may be set up from time to time, without delegated authority, to advise the Board and senior staff on separate subjects, such as audit, remuneration, or strategy.
3. It is therefore essential that the Trustees make sure that it is clear what decisions they expect to make themselves and what decisions they have delegated others to make on their behalf.

**6. Delegation to General Secretary**

a) Because Trustees can only devote a limited amount of time to CTE, they rely on the General Secretary (and other staff to whom the General Secretary delegates tasks) to make decisions about CTE’s day-to-day management.

b) It should be noted that the Board delegates decisions only to the General Secretary and not to other members of staff. The General Secretary decides what powers should be delegated to other members of staff, while the General Secretary remains accountable and responsible for them. Having delegated decisions to the General Secretary, the Board should not (except in case of emergency) change or over-rule those decisions.

c) The General Secretary has the discretion to restrict/suspend CTE Member benefits to any CTE Member in the event of non-payment of invoices, as per the CTE Credit Control Policy.

**7. Constraints on the General Secretary**

In carrying out the tasks outlined in the Job Description, which is appended at Appendix B, the General Secretary is required to adhere to certain standards. These include implicit requirements (such as standards of personal behaviour) and the following explicit requirements:

1. to ensure that CTE acts at all times within the law (and appropriate regulations) and endeavours to maintain the highest professional standards in all its activities
2. to take all reasonable precautions to ensure that CTE is not brought into dispute or unwelcome controversy, or put into any situation that might adversely affect its goodwill or reputation (this does not prevent CTE from taking what might be perceived as a contentious or unpopular view if this is thought to be in the best interests of CTE or its Members, but such possibly controversial views should not be made public until the General Secretary has gained the approval of the Board or the Chair)
3. to ensure that CTE’s funds and assets are not put at risk except within policies approved by the Board (such as investment and reserves policies)
4. to ensure that that CTE does not take a specific party-political stance on any issue.

### 8. Executive limitations

While working within the framework of the responsibilities, duties and constraints, the General Secretary must also work within specific executive limitations that define the decisions that cannot be made without reference to the Board.

The General Secretary can therefore make all reasonable decisions that are not excluded by these limitations. In carrying out the duties and responsibilities outlined in the Job Description, the General Secretary may, within the policies and financial limits laid down by the Board from time to time make any reasonable decision except:

1. undertaking any activity not within CTE’s charitable objectives and within rules and policies agreed by the Board
2. undertaking new major projects that are outside the strategic business plan agreed by the Board
3. withdrawing CTE from current projects before their completion without the Board’s approval
4. undertaking a commitment to new alliances, agreements or other ways of joint working with particular churches or organisations without the Board’s approval
5. initiating a media campaign or making a public policy statement without the Board’s approval
6. entering into a contract for the sale, purchase or refurbishment of property, or for major non-routine leasing of property without the Board’s approval
7. dismissing or suspending any member of staff, including dismissal in the case of gross misconduct, without the Board being advised as soon as possible afterwards (i.e. the General Secretary may take all appropriate formal and informal disciplinary action relating to a member of staff without prior reference to the Board)
8. making financial transactions including investment transactions, cash transfers and payroll payments, and any other payments that exceed limits set by the Board (see Appendix A) from time to time without the Chair’s approval
9. making significant changes to the conditions of employment of staff and related procedures, without the Board’s approval

### 8. Executive limitations (continued)

1. making a change to the General Secretary’s remuneration package or conditions of employment without the Board’s approval (the General Secretary will fix remuneration packages for all other staff in discussion with the Chair and Finance and Operations Committee)
2. taking any action that might infringe or dilute CTE’s commitment to equal opportunities
3. making any decision to accept or refuse membership of any Church or Associate Body outside of the due process (in the Rules) without the Board’s approval (who are likely to consult the Enabling Group).

These exclusions do not prevent occasional *de minimis* exceptions being made at the General Secretary’s discretion. However, if such exceptions are likely to become regular, the General Secretary must request the Board to change to this specific limitation.

In practice, the General Secretary is likely to become aware of areas in which the executive limitations are not sufficient and will raise them with the Chair. The Chair will either make a decision or refer the matter to the Board for decision and, if necessary, this statement of executive limitations will then be amended.

Nevertheless if the General Secretary acts outside the limitations, this should be reported to the Board as soon as possible and to the Board at its next meeting.

**Procedures for securing approval:**

For decisions which require the Board’s approval in the above limitations or below financial thresholds, the Person (Committee or General Secretary) requesting approval shall prepare a brief paper outlining the approval requested, context/background, and justification. If appropriate, the decision will be debated in Committee and this fact noted.

The Paper will be presented to the approving Authority (usually the Board of Trustees) two weeks before the Board meeting.

Once debated and approved at the Board meeting, a draft minute will be prepared and circulated to Trustees. Unless any Trustee responds promptly to challenge the decision as minuted in that draft, it shall be enacted. If any Trustee challenges the minute, it shall return to the Board at its next meeting for confirmation. Implementations of decisions shall be reported at the next Board meeting, where also the minutes will be approved and signed as a true record.

In more urgent cases which cannot wait until the next Board meeting for approval, the Paper may be circulated by email, and approval given by majority of Trustees by email.

**Payment Authorisation Procedures:**

All payments require two signatures of approval, usually that of the budget holder (leader of the workstream or project) and the General Secretary. If it is for general, every day expenditure of a small amount (under £100), the Administrator may be the second signatory in addition to the General Secretary. A Trustee may also be a second signatory.

Any request for payment which is not covered by the budget will, as outlined in Appendix A, require approval by the Finance and Operations Committee.

Two quotations are required for work over £10,000 and up to £15,000. Three quotations are required thereafter.

Appendix A

**Financial Limits of Authority**

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| --- | --- | --- |
|  | **Subject** | **Level** |
| **a) Charity Commission** | Changes to ObjectsTransactions concerning property, borrowing etc… | As defined by Charities Acts and Orders issued by the Charity Commission |
| **b) Board of Trustees** | Powers to raise capital, borrow etc. | As defined by Memorandum and Articles |
|  | *Budgets*Powers to set budgets for each year for Capital Expenditure, Revenue Expenditure including payroll | As recommended by the Finance and Operations Committee |
|  | *Capital Expenditure*Each Project specifically approved by Trustees | Projects over £20,000 |
|  | Investment Policy | As recommended by the Finance and Operations Committee |
| **c) Finance and Operations Committee** | Investments | Invest in stocks, shares, or other vehicles, and decide on the limits in bank accounts |
|  | Capital Expenditure | Projects under £20,000 outside of annual budget approved by Trustees  |
|  | Revenue Expenditure | Expenditure outside of annual budget approved by Trustees |
| **d) Senior Management (General Secretary unless otherwise explicitly delegated)** | Investments | Authority to:withdraw funds from the investment portfolio for operational reasons within budgets set by the Trustees.transfer up to £100,000 without reference to the Trustees, or a greater amount if this has been authorised by the Trustees, from operational funds to the investment portfolio |
|  | *Capital Expenditure*To be approved by Senior Management for one project or in total for one department | Up to £5,000 in any one project. |
|  | Revenue Expenditure | ‘Normal’ (i.e. usual) expenditure within annual budget approved by Trustees |

Appendix B

**Churches Together in England (CTE)**

**JOB DESCRIPTION**

**JOB TITLE:** General Secretary

**Location:** The office is located at 27 Tavistock Square, London WC1H 9HH, but the employee will be based at home.

**RESPONSIBLE TO:** The Chair of Board of Directors / Trustees of Churches Together in England (“the Charity”)

**Responsible for:** 4 members of staff

**Purpose and Objectives:**

1. As a staff team member

The post holder shares in the responsibilities of all staff for relating to the member denominations of CTE and to the Intermediate Bodies. S/he is required to share in the task of theological reflection; to enable and resource mission and witness; and to enable and resource appropriate opportunities to speak out.

These responsibilities will be apportioned within the team, and all will be expected to contribute as appropriate.

2. As a leader

The post holder is expected to lead the work of CTE and take particular responsibility for external relations with member churches, the other Ecumenical Instruments, and the general public. The post holder also has a specific responsibility for ecumenical theology and to feed those insights into the work of CTE and elsewhere when opportune and appropriate. This include presenting the ecumenical challenge of the gospel to those with whom the Instrument interacts.

A key responsibility is to engage proactively with the Presidents.

1. As a manager

The post holder is required to develop, with the Board, a vision and strategy for the organisation, and to exercise the ability to translate that vision into deliverable objectives. The post holder is expected to enthuse, encourage and manage the staff team towards these ends and in ways which promote the individual growth and development of each staff member.

 **Main Responsibilities**

1. Establishing and maintaining vision and providing leadership within CTE;
2. Promoting unity and mission as an essential conjoined component of the gospel of Jesus Christ;
3. Encouraging and supporting all conversations in faith and order amongst the churches;
4. Acting as Secretary to the Board of Directors, the Enabling Group and the Forum;
5. Convening the Presidents’ meeting, acting as Secretary and implementing their decisions;
6. Maintaining contact with CTBI and the four home Ecumenical Instruments;
7. Line managing the CTE staff and taking appropriate action where necessary;
8. Ensuring the compliance of the charity to government and charity legislation, and being responsible to the Board for that and for the financial viability of the charity’s work;
9. Ensuring that external relations, both nationally and internationally, are properly carried out;
10. Responding to enquiries about membership of CTE in line with current policies and procedures;
11. Any other duties and responsibilities, identified by the line manager as are within your capabilities and level of responsibility, in order to meet the needs of the organisation.

**Management**

The General Secretary has a line manager (normally the Chair of the Board) whose responsibilities are to:

* Become familiar with the work of the General Secretary;
* Help to plan and prioritise the work and provide accountability;
* Annually appraise the General Secretary, out of which a personal development plan is created;
* Ensure good communications between all the ‘stakeholders’ (groups and networks) involved;
* Monitor and evaluate progress with the General Secretary on a regular basis (meetings will take place on a monthly basis during the probationary period and quarterly. thereafter);
* Act as a “sounding board” to the General Secretary.

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