

**THE GUILD OF ALL SOULS RULES  
AS REVISED AT THE  
ANNUAL GENERAL MEETING  
HELD ON 15 MARCH 2023**

- (1) The charity known as The Guild of All Souls is referred to in these rules as “the Guild”.  
The principal office of the Guild is in England.
  
- (2) The objects of the Guild are as follows:
  - (i) to promote and encourage intercessory prayer for the dying and the repose of the souls of the departed;
  
  - (ii) to promote the two great doctrines of the Christian Creed: “The Communion of Saints” and “The Resurrection from the Dead”.

In accordance with these objects the following matters are particularly commended to the prayers of members of the Guild:

- a) The restoration of the scriptural rite of anointing the sick with holy oil, commonly called Holy Unction.
- and
- b) The restoration of the primitive custom of reserving the Holy Eucharist for the sick and dying.

To pray must also mean to care and members of the Guild will care for the dying, the bereaved and the departed.

(3) **Fulfilment of the objects: membership**

- (i) Anyone who accepts and subscribes to the objects of the Guild and who wishes to become a member of the Guild shall complete a membership form to be submitted to the Secretary.

- (ii) Members of the Guild shall pay an annual subscription of £20 or such other sum as shall be determined from time to time in an Annual General Meeting. However, members of the Guild who have been accepted as Life Members prior to the revision of these rules may remain as such until the time of their resignation or death.
  
- (iii) The obligations undertaken by members are as follows:
  - (a) to pray regularly for the dying and the departed;
  - (b) to attend, if possible, a celebration of the Holy Eucharist on All Souls' Day (2 November) in accordance with the first object of the Guild;
  - (c) in the case of members who are bishops or priests, to celebrate the Holy Eucharist, if possible, at least once in every year with the Guild as its intention;
  - (d) to seek to ensure, as far as possible, that the funerals, burials and cremations of their relatives and friends are carried out in accordance with Catholic order and tradition;
  - (e) to show pastoral care for the sick, dying and bereaved.
  
- (iv) The Secretary shall keep a list of all departed members whose death has been reported and for whom the prayers of members are desired. The Secretary shall also ensure that when names are added to the list an updated list is promptly provided for inclusion in the Guild chantry books held at the Guild's chapel at Walsingham and in the church of St Stephen's Gloucester Road, Kensington, London. Such list shall also be maintained and updated by the Secretary on the website of the Guild.

(4) **Fulfilment of the objects: management and powers**

- (i) The Guild shall be managed by the Council of which the President shall be Chairman and the Warden Deputy Chairman. The members of the Council for the time being shall be the Charitable Trustees of the Guild and the Council shall meet at least three times in each calendar year.
- (ii) The President of the Guild shall in all cases be a bishop or priest of the Church of England or of a church in communion therewith. The Warden shall in all cases be a lay communicant member of the Church of England or a church in communion therewith.
- (iii) The President and the Warden shall be elected annually at an Annual General Meeting of the Guild which shall be held in November of each year. Notice of the time and place of that meeting shall be given to all members at least a month previously and nominations for the office of President and Warden must be given to the Secretary at least fourteen days before the Annual General Meeting.
- (iv) The Council shall consist of the President and the Warden and of not more than ten members to be elected annually at the same time as and in the same manner as the President. Nominations of persons to be members of the Council must be given to the Secretary at least fourteen days before the Annual General Meeting. All members of the Council shall be communicant members of the Church of England or of a church in communion therewith. There shall at all times be both clergy and lay members of the Council.
- (v) At its first meeting after each Annual General Meeting, the Council shall elect a Secretary and Treasurer, who shall be members of the Guild. If any such person is not a member of the Council, they shall become by virtue of their office a member of the Council during their appointment and, if necessary, the number of members of the Council permitted by Rule 4(iv) above shall thereby be increased. The Secretary may be paid for services in a sum determined by the Council.

- (vi) At its first meeting after each Annual General Meeting, the Council shall elect three Holding Trustees from the membership of the Council. All the property of the Guild, including patronage of every description, shall be legally vested in the Holding Trustees for the time being, subject to the overall control of the Council.
- (vii) In the event of any of the elective offices becoming vacant by death or resignation, the vacancy or vacancies may be filled by the Council until the time for election fixed by these Rules.
- (viii) The Council shall have power from time to time to appoint and pay a bishop or priest in charge of the Guild Chapel at Walsingham and to provide accommodation for him in residential property owned by the Guild in Walsingham. The Council shall maintain and insure the Guild Chapel and any such residential property and shall have power to let the residential property on market terms if it is not required for the use of the bishop or priest in charge of the Guild Chapel.
- (ix) Any bishop or priest in charge of the Guild Chapel shall act in accordance with the objects of the Guild and shall be or become a member of the Guild. He shall report to the Secretary as to matters concerning the fabric of the Chapel and to the President as to all other matters concerning his office. He shall attend meetings of the Council as and when required by the Secretary or the President. Any such bishop or priest shall be a bishop or priest of the Church of England or of a church in communion therewith.
- (x) Any bishop or priest in charge of the Guild chapel shall ensure that departed members of the Guild are remembered in prayer on each anniversary of their death and that the Chantry Book in the chapel is updated when names are received from the Secretary.

- (xi) In addition to the powers specifically conferred by these Rules, the Council shall have power to do anything else which it considers will promote, or help to promote, the objects of the Guild within the confines of the legal and financial constraints under which the Guild operates.

(5) **Fulfilment of the objects: patronage and property**

- (i) The Council shall have power to acquire, accept and hold Advowsons and Ecclesiastical Patronage of every description and the Freehold and Patronage of Proprietary Chapels where and when it shall appear to them to be desirable in the interests of the Guild to do so. The Council shall also have the same power to acquire, accept and hold land for burial and other purposes connected with the objects of the Guild.
  - (ii) All Church Patronage belonging to the Guild shall be exercised by a Patronage Committee which shall consist of the President, the Warden, the Secretary and not more than three other members of the Council, to be elected by the Council at its first meeting after each Annual General Meeting. The Patronage Committee shall report on its business to the Council.
  - (iii) It shall be the duty of the Holding Trustees to nominate and present to any vacant Benefice in which the Advowson or Patronage is vested in the Trustees, the priest who shall be appointed by the Patronage Committee. When no Holding Trustee is available to present a priest at an Institution, Induction or Licensing to a Benefice, the Council has power to appoint another of its members to represent the Guild.
  - (iv) In the case of Benefices where the right of patronage is shared by the Guild with others or where the rights of presentation have been suspended, the Patronage Committee may take such part as it sees fit in the process of appointment to the Benefice but is not obliged so to do.
- (6) (i) In exercise of any sole right of appointment, the Patronage Committee shall, as far as it is able, appoint a priest, duly qualified in other respects, who shall in

their opinion be in sympathy with the objects of the Guild and who by practice and teaching will assist in the presentation and promotion of Catholic teaching and preaching in the Church of England.

- (ii) The Holding Trustees, the Patronage Committee, the Council and the Guild shall not at any time, except under compulsion of the law, alienate or transfer by way of sale, mortgage or charge or otherwise or howsoever, except for the purpose of giving effect to the appointment of any new Holding Trustee or Trustees, any Advowson belonging to or held in Trust for the Guild or any share or part of such Advowson or interest therewith.

(7) **Management of funds and property**

- (i) Save as provided below, the Council shall have entire control of the funds and property of the Guild.
- (ii) The Holding Trustees shall be obliged to administer the property of the Guild consisting of Advowsons and Patronage in accordance with the direction of the Patronage Committee and in accordance with the directions of the Council in the case of other property belonging to or held in trust by the Guild and held by the Holding Trustees.
- (iii) In the event of compulsory sale, transfer, surrender, curtailment or extinguishment of any property vested in the Holding Trustees, the purchase or compensation money which shall thereupon be payable to the Holding Trustees shall be applied by them to such subsisting purposes of the Guild as directed by the Council.
- (iv) The Council may accept donations and legacies to be managed by the Council for specified purposes in furtherance of the objects of the Guild, or for the furtherance of the objects of the Guild generally.

(8) **Branches**

- (i) A Local Branch of Guild members may be established, with the permission of the Council, in any locality in which there are at least five resident members of the Guild.
- (ii) Each Branch shall appoint as spiritual director a member of the Guild who shall in all cases be a bishop or priest of the Church of England or a church in communion therewith. The appointment shall be approved by the Council which shall retain control over each Branch.
- (iii) The spiritual director may, if he considers it necessary, appoint a member of the Branch to act as Branch Secretary. The spiritual director or secretary of a Branch shall notify the Secretary of the Guild of such appointments.
- (iv) Once in every calendar year the Secretary of the Guild shall request the spiritual director or secretary of each Branch to provide an updated list of Branch members.
- (v) The spiritual director of a Branch shall arrange as far as possible to celebrate the Holy Eucharist once a month in accordance with the first object of the Guild.
- (vi) Each Branch may make its own rules provided they are not inconsistent with the objects and rules of the Guild and subject to the approval of the Council.

(9) **Meetings**

- (i) No business shall be transacted at any Council meeting unless there are five members present nor at any General or Special Meeting unless there are ten members present.
- (ii) The President (or the Warden in the absence of the President) shall take the chair at all meetings.

- (iii) The Secretary shall summon meetings of the Council and of the Patronage Committee, by direction of the President or Warden, as often as may be necessary, on giving not less than seven days notice to the members of the Council or Patronage Committee.
- (iv) A report of the finances and general business of the Guild shall be presented by members of the Council at the Annual General Meeting. Notice of an Annual General Meeting shall be given in accordance with Rule 4(iii).
- (v) The President or Warden may summon a special meeting of the Guild, giving fourteen days notice thereof and notifying at the same time the subject or subjects for consideration.
- (vi) Upon receiving a request signed, if for a Council meeting, by five members of the Council, or if for a meeting of the Guild, by ten members of the Guild, the President or Warden shall forthwith convene a Special Meeting of the Council or of the Guild, giving fourteen days notice thereof, and notifying at the same time the subject or subjects for consideration (including those specified in the request for a special meeting).
- (vii) At a special meeting no business shall be transacted, except that for which it has been summoned.
- (viii) Any meetings may be held remotely or by virtual means if the President or Warden so directs.
- (ix) Any decision to be made at any meeting shall, in the absence of unanimity, be taken by a simple majority of votes to be given as the person chairing the meeting shall direct. In the event of an equality of votes, the person chairing the meeting shall have a second casting vote.

(10) **Definition**



For the purposes of Rules 4 and 8 above, insofar as they relate to any appointment or election by or on behalf of the Guild:

- (i) “bishop” means a male bishop of the Church of England or a church in communion therewith at whose consecration a male bishop president and who stands in the historic, apostolic succession of bishops so ordained;
- (ii) “priest” means a male priest of the Church of England or a church in communion therewith ordained by a bishop as defined in (i) above.

## **SUPPLEMENTARY MATTERS**

### (11) **Investments**

- (i) All investments belonging to the Guild shall be legally vested in the Holding Trustees.
- (ii) The Council shall be responsible for the selection and transfer of investments and for obtaining any advice on investments considered by it to be necessary.

### (12) **Cash**

- (i) All cash belonging to the Guild shall be legally vested in the Holding Trustees.
- (ii) All cash received by or on behalf of the Guild shall be delivered to the Treasurer or another person authorised by the Council who shall pay the same into the Society’s bank account or shall otherwise expend the same as authorised by the Council.
- (iii) Cheques drawn on the Society’s bank account shall be signed by not less than two Council members authorised by the Council to do so. All other payments

made on behalf of the Guild shall similarly be approved by not less than two Council members.

(13) **Financial year**

- (i) The Guild's financial year shall run from 1 July in one year to 30 June in the next year.
- (ii) Books of account shall be kept by the Treasurer and audited annually by an auditor appointed by the Council, prior to the financial report to the Annual General Meeting referred to in Rule 9(iv) above.

(14) **Application of funds**

- (i) The funds of the Guild shall only be used for furthering the objects of the Guild or reasonably in connection therewith in accordance with these Rules.
- (ii) Reasonable expenses incurred by members of the Council on Council business may be reimbursed, but otherwise no payments shall be made to members of the Council by or on behalf of the Guild, save for payment to the Secretary, as provided in Rule 4(v) above.
- (iii) The Council may effect insurance for the benefit of members of the Council relating to possible liabilities arising out of their membership of the Council.

(15) **Alterations to the Rules**

No alteration shall be made at any time to Rule 6(ii) above. Other alterations to the Guild's objects or rules shall be made only at a Meeting of the Guild.

(16) **Dissolution**

- (i) The Guild may dissolve itself by the President or Warden calling a Special Meeting to consider so doing.
- (ii) If a resolution to that effect is agreed, it must be confirmed at a subsequent Special Meeting to be held not more than a month after the first meeting.
- (iii) Upon such confirmation of dissolution, the Members present at the confirmatory meeting shall decide how to dispose of the funds and property of the Guild to another charity or other charities agreed at that meeting.