



ALL SAINTS' CATHEDRAL, NAIROBI

THE ANGLICAN
CHURCH OF KENYA

THE
STANDING ORDERS

OF THE

CATHEDRAL CHURCH
COUNCIL OF ALL
SAINTS' CATHEDRAL,
NAIROBI

STANDING ORDERS OF THE CATHEDRAL CHURCH COUNCIL
OF ALL SAINTS' CATHEDRAL, NAIROBI

WHEREAS:

1. By Canon XII of the Diocesan Constitution, it is provided that there shall be for each Parish and Chaplaincy in the Diocese a Council consisting of the persons therein mentioned elected as therein set out;
2. By Article 14 of the Constitution of the Cathedral Chapter it is provided that the constitution of the Cathedral Church Council shall be in conformity with the said Canon XII of the Diocesan Constitution;
3. A Cathedral Church Council has from time to time been elected in accordance with the said Canon XII or other Regulations for the time being in force in relation to the Diocese and it is expedient to make further provision in conformity with and amplification of the said Regulation for the election of members of the Cathedral Church Council and their tenure of office and for the conduct of the business of the Council;
4. The Constitution of the Chapter provides inter alia for the appointment by the Bishop of a Provost of the Cathedral Church.

NOW THE CATHEDRAL CHURCH COUNCIL with the assent of the Bishop and of the Chapter hereby MAKES the following STANDING ORDERS:

INTERPRETATION:

In these Standing Orders, unless the context otherwise requires, the following words and expressions shall have the following meanings hereby respectively assigned to them:

“Archdeacon” means the Arch Deacon of All Saints’ Cathedral Diocese;

“Bishop” means the Bishop of All Saints’ Cathedral Diocese and includes the Bishop’s Commissary and during a vacancy in the See means the Archbishop’s Commissary;

“Cathedral Church” means the Cathedral Church of All Saints, Nairobi; and includes affiliate institutions, such as All Saints’ Cathedral School and any other institutions owned and or run by the church;

“Cathedral Church Council” and the “Council” means the Council for the Cathedral Church constituted and elected in accordance with Canon XII of the Diocesan Constitution and these Standing Orders;

“Cathedral Constitution” means the Constitution and Statutes of the Cathedral Chapter of the Cathedral Church of the All Saints’ Cathedral Diocese;

“Chapter” means the Chapter of the Cathedral Church constituted by Law IX of the Diocesan Constitution;

“Church Committees” include the Finance & General purpose Committee; the Ministries Committee and the Risk and Audit Committee.

“Church wardens” refers to both the People’s and Provost’s warden;

“Diocesan Constitution” means the Constitution of the All Saints’ Cathedral Diocese as passed by the All Saints’ Cathedral Diocesan Synod;

“Communicant Member” shall mean a person who has been admitted to Holy Communion, has attained the age of Eighteen (18) years and is duly registered as a member of the Cathedral Church;

“Finance Committee” means the Finance and General Purposes Committee appointed in accordance with Standing Order 8 of these Standing orders;

“Ministry” means the local committees or group formed by the Cathedral Church members to serve Christ by providing material and or spiritual support to the congregation and the public including but not limited to evangelistic, pastoral care, sacramental and theological activities;

"Ordinary Members" shall refer to those members of the parish who are not holding positions that are appointed, ex officio, or designated as sector or interest group representatives. Ordinary Members shall also exclude individuals holding the following positions: the People’s Warden; the Secretary to the Council and the Treasurer to the Council. Ordinary Members are those who do not hold any of the aforementioned roles and who are eligible to vote and stand for election in accordance with the provisions set forth in these Standing Orders.

“Parish” means the ecclesiastical parish of All Saints’, Nairobi, whose boundaries are created or modified by the Bishop as empowered under Canon XII of the Constitution;

“Provost” means the person for the time being lawfully holding the office of the Provost of the Cathedral Church (and includes Sub-Dean if in office at the Cathedral Church);

“Standing orders” means the regulations and procedure of the Cathedral Church Council made by the Chapter with the assent of the Bishop and approval of the Synod;

“Synod” means the Synod of the All Saints’ Cathedral Diocese.

PART I: THE CATHEDRAL CHURCH COUNCIL

1. ANNUAL GENERAL MEETING OF THE CATHEDRAL CHURCH

- (1) The Annual General Meeting of the Cathedral Church shall be held no later than the first Sunday after Easter each year.
- (2) At least fourteen days' notice shall be given of the date and place at which the annual general meeting will be held.
- (3) Such notice shall be given by the Provost or the Secretary of the Council by announcement at two services at least on a Sunday in the Cathedral Church and also by notice at the Cathedral Church notice board, the church website or any such other suitable media. Unless due notice has been given in accordance with this Standing Orders, the proceedings at the meeting shall be void. In such event, an annual general meeting shall be convened in accordance with this Standing Order to be held within one month of the date for which the abortive meeting was convened.
- (4) Attendance of and participation in the Annual General Meeting may be in person or through electronic platforms.
- (5) The quorum of the AGM of All Saints' Cathedral Church shall be one-third of the total members of the Cathedral Church or 200 members.

2. ELECTION OF THE CATHEDRAL CHURCH COUNCIL

- (1) The Cathedral Church Council shall be elected at an annual general Cathedral meeting of the registered members. Such elections shall occur every two years during the Annual General Meeting.
- (2) All members of the congregation shall be notified in advance of the meeting and the election process in accordance with the provisions for conducting an annual general meeting.
- (3) Elected members of the Cathedral church council shall hold office until the next scheduled elections, which occur every two years.
- (4) Each official's term shall commence immediately following their election and continue until the conclusion of the subsequent election, ensuring continuity of leadership within the Cathedral Church Council.
- (5) Members elected to the Cathedral Church Council shall serve a term of two (2) years, with a maximum of three (3) consecutive terms, totaling six (6) years. After completing six (6) years of service, an elected member shall not be eligible for re-election until at least two (2) years have passed.

3. QUALIFICATION OF COUNCILORS

No lay person shall be eligible for election to the Council unless he or she is a voter, a communicant, registered member, and is active in a ministry for at least 12 months relative to the election in question.

4. QUALIFICATION OF VOTERS

- (1) Only communicant and registered members of the Cathedral Church shall be entitled to attend and vote at an annual general meeting.
- (2) The members of the Parish Church Council shall have the authority to prescribe and review guidelines that establish the criteria and qualifications for individuals to be considered eligible voters at the Annual General Meeting (AGM) of the parish. These guidelines shall ensure that all eligible members of the congregation, in good standing, are afforded the opportunity to participate in the voting process.

- (3) The Parish Church Council shall communicate these qualifications in a timely manner prior to each AGM and shall ensure the guidelines are in accordance with the governing documents and relevant church policies.

5. COMPOSITION OF THE CATHEDRAL CHURCH COUNCIL

- (1) The Cathedral Church Council shall consist of the following:

- (a) Ex-officio members not subject to election:

- (i) The Provost or Sub-dean
- (ii) The Assistant Provost

- (b) Various interest groups within the parish who shall not be subject to election. These positions shall be filled by appointment or by virtue of office and shall include, but are not limited to, the following:

- (i) The Provost or Sub Dean's Warden;
- (ii) The Guild Representative;
- (iii) The Mothers' Union Representative;
- (iv) The KAMA Representative;
- (v) The KAYO Representative and
- (vi) The Children's Representative
- (vii) The Representative of Persons with Special Abilities

- (c) Officers to be elected at the annual general meeting when elections are due and or necessary

- (i) The People's Warden
- (ii) The Secretary to the Council
- (iii) The Treasurer to the Council; and
- (iv) Seven ordinary members

- (d) Any Co-opted members where necessary.

- (i) The Council may, at its first meeting after election, co-opt any number of persons not exceeding seven being communicant members who qualify to be elected as members of the Council, based on skills and other diversity needs as well as from other interest groups not represented in the Council.
- (ii) Co-opted members shall be entitled to attend meetings of the Council subsequent to the meeting at which they are co-opted.

- (2) Each member of the Council (including a co-opted member) shall have one vote. Except as mentioned in Standing Orders 11 of these Standing orders, the Council shall act by a simple majority of those present and voting and in the event of a tie, the Chairman shall have a casting vote.

6. THE CHURCH WARDENS

- (1) There shall be two church wardens at the All Saints' Cathedral Church; the Provost's Warden and the People's Warden.
- (2) The Provost's Warden shall be chosen by the Provost from among persons who qualify to be elected as members of the Council.
- (3) The People's Warden shall be elected in accordance with section 5(1) (b) (i) of these standing orders.

- (4) There shall be Two (2) deputies for the church wardens who shall;
 - (a) Be lay persons eligible for election to the Council;
 - (b) Appointed at the first meeting of the PCC;
 - (c) Perform such duties as shall from time to time be assigned to them by the Provost or Sub-Dean and the Church Wardens.
- (5) The provost in consultation with the Church wardens may appoint persons and attach them to all services as warden representatives and charged with performing any such duties as may be required of them from time to time by the Church wardens.

7. REPLACEMENT OF ELECTED OFFICERS

- (1) In the event that an elected officer, including the Secretary, Treasurer, or People's Warden, is unable to fulfill their duties or exits their position before the completion of their term, the Parish Church Council shall initiate a replacement process.
- (2) The Council will convene a Special Council Meeting to nominate a suitable candidate among the Councilors, which shall be approved by a majority vote of the members present.
- (3) The newly elected officer will serve the remainder of the term and shall assume all responsibilities associated with the position.
- (4) If the vacancy occurs with less than six months remaining in the term, the Council may choose to leave the position unfilled until the next regular election.

8. REPLACEMENT OF ORDINARY ELECTED MEMBERS

- (1) Should an ordinary elected member of the Parish Church Council exit their position prior to the completion of their term for any reason, the Council shall promptly convene a Special Meeting to address the vacancy.
- (2) The Council will seek nominations from the congregation and conduct a vote among the remaining members.
- (3) The candidate receiving the majority of votes will be elected to fill the vacancy for the remainder of the term.
- (4) If the vacancy occurs with less than six months remaining in the term, the Council may opt to leave the position unfilled until the next scheduled election.

9. Chairman and Vice Chairman

- (1) The Chairman of the Cathedral Church Council shall be the Provost or Sub Dean.
- (2) In the absence of the Chairman, the Chair shall be taken by the Lay Vice-Chairman who shall also be appointed by the Council from among its members at the first meeting after its election.
- (3) In the absence of both the Chairman and the Vice Chairman, the members present shall appoint one from among its members.

10. MEETINGS OF THE COUNCIL

- (1) The first meeting of the Council shall be held not less than Three (3) days and not more than Fourteen (14) days after the elections.
- (2) The meeting shall be called by written notice to all the elected members. The notices shall be sent by the Provost or the elected Secretary at the address given by the members to the Church. Thereafter, the Council shall meet at least once in every period of three months.
- (3) Meetings of the Cathedral Church Council may be held virtually, using electronic communication methods, provided that all members can participate in real-time and contribute to the proceedings.

11. AGENDA FOR THE FIRST MEETING OF THE COUNCIL

At the first meeting of the Council immediately after its election, the agenda shall be:

- (a) Appointment of Vice Chair of the Council.
- (b) Constitution of the Finance and General Purposes Committee.
- (c) Constitution of the Ministries Committee.
- (d) Constitution of the Risk and Audit Committee.
- (e) Appointment of Chairs of Departments and Committees and their respective Committee Members
- (f) Appointment of Four (4) representatives to the Cathedral Chapter
- (g) Appointment of Two (2) Lay Representatives to the Diocesan Standing Committee of Synod
- (h) Appointment of Two (2) Deputy Wardens
- (i) Appointment of people with special skills as appropriate

12. FORMATION OF THE CHURCH COMMITTEES

(1) The Cathedral Church Council shall, at its first meeting after the election, constitute the following Committees:

- (a) The Finance and General Purposes Committee of which the Vice-Chairman of the Council shall be the Chairman. Other members of the Finance Committee shall be:
 - (i) Ex officio members - The Provost or Sub-Dean, the Church Wardens, the Secretary and the Treasurer of the Council;
 - (ii) Three other members to be elected by the Council from among their number.
 - (iii) Such other members as the Finance Committee may Co-opt.
- (b) The Ministries Committee of which the Assistant Provost shall be the Chairman.
- (c) The Risk and Audit Committee of which the Chairman shall be appointed by the Council from among its elected members.

(2) The duties of the Finance Committee shall be:

- (i) To assist and advise the Treasurer with regard to the accounts and all the finances of the Cathedral Church and parish;
- (ii) When necessary, to consider and advice the Council on the terms and conditions of appointment and remuneration of the Provost, the Assistant Clergy, and the members of the Cathedral Church or the Parish;
- (iii) To consider and report to the Council on all matters of finance and financial policy in connection with the Cathedral Church and the Parish;
- (iv) Through the Treasurer and subject to the directions of the Council, to be responsible for the safe keeping and investment of the funds of the Cathedral Church and the parish;
- (v) To sanction expenditure for approved operations of the Cathedral Church or the Parish up to such amount as may be authorized by the Council and to report to the Council any proposal for expenditure over that amount;
- (vi) To consider and advise the Council on any matter which may be referred to it by the Council.

(3) The duties of the Ministries Committee shall be:

- (i) To co-ordinate and supervise the activities of the ministries of the Church. It will report to the Church Council quarterly and will present an annual report at the annual general meeting of the Church.

- (ii) To consider and advise the Council on any matter which may be referred to it by the Council.
- (4) The duties of the Risk and Audit Committee shall be to advise the Council on matters of governance, risk management, compliance, finance and resource management.
- (5) The church committees referred to above shall meet at least once every month.
- (6) The quorum for meetings of the church committees shall be one-third of the total members of the committee or five members.

13. QUORUM

The quorum for meetings of the Cathedral Church Council shall be one-third of the total members of the Council or nine members.

14. DUTIES OF COUNCIL

It shall be the duty of the Cathedral Council to:

- (a) Co-operate with the Provost in witnessing for Jesus Christ and in laboring for the spread of His Kingdom both within and without the Cathedral Church and the Parish.
- (b) Provide for the election of Lay Representatives to the Synod.
- (c) Administer, through the Finance Committee and the Treasurer, all the financial business of the Cathedral Church and the parish, including the receipt of quotas, alms, collections, donations, subscriptions and benefactions, income from investments and all honoraria, rates and taxes, quotas, subscriptions, benefactions and expenses of all kinds including expenses properly incurred in or about the repair, maintenance, insurance, renewal or embellishment of the Cathedral Church and the work of the parish: PROVIDED that the Council shall not expend more than the limit prescribed in the Chapter Constitution as the maximum value on any work or service in connection with the building or fabric of the Cathedral without the consent of the Chapter.
- (d) Ensure that proper accounts are kept of income and expenditure of the Cathedral Church and the Parish and present, together with an audited balance sheet, to the annual general meeting.
- (e) Arrange, subject to the functions of the Chapter, for the maintenance and good repair of the Cathedral and for the adequate insurance of the same.
- (f) Arrange for the auditing of the accounts of the Cathedral Church.
- (g) Decide, in consultation with the Bishop, the terms and conditions governing the service of the Provost, and the employment of any other Cathedral clergy and to arrange for payment of their stipends: PROVIDED that such terms and conditions shall be approved by the Bishop.
- (h) In conjunction with the Bishop and the Provost or Sub-Dean, to appoint and terminate the appointments of Assistant Clergy of the Cathedral Church or the Parish; and to cause a list of the employees to the Cathedral and the positions of their establishments to be created, reviewed and abolished as the case may be.
- (i) Appoint all staff of the Cathedral Church or Parish and to terminate the appointments of such staff.
- (j) Nominate four representatives who shall, with an equal number of representatives of the Chapter, form the Board having the right to nominate through the prescribed procedure the Provost and the Assistant Provost of the parish for appointment by the Bishop in accordance with Regulation 10 of the Cathedral Constitution.
- (k) Authorize the formation of local Church Committees within the Parish and for that purpose, the Council shall establish a Ministries Committee. The Provost shall be the Chairman of the Committee. The members shall be chairpersons of the ministries formed and not more than two Cathedral Clergy to be nominated by the Provost.
- (l) Appoint four members of the Council to the Chapter.

- (m) Appoint a Standing Committee, if desired;
- (i) Through its Chairman, Vice-Chairman or other members nominated by the Council, to make a report to the annual general meeting on the work of the Cathedral Church Council during the past year and plans for the ensuing year; and
 - (ii) Through its treasurer to submit to the annual general meeting a duly audited financial statement covering the past financial year, together with estimates of income and expenditure for the ensuing year.
- (n) In case of need, form an executive committee made up of the ex officio members of the council together with the Vice Chairperson, the People's Warden, the Secretary and the Treasurer; to consider such matters that may need urgent consideration before scheduled council meetings. The resolutions and decision of the executive committee shall be tabled before the council for ratification in the next scheduled council meeting.
- (o) To carry out any other duty which may be assigned to it by the Diocesan Constitution, the Cathedral Constitution or the Bishop.

15. MINUTES

- (1) Minutes shall be kept of each meeting of the Cathedral Church Council and of the Church Committees.
- (2) Minutes of the Council shall be approved at the next meetings of the Council.
- (3) Minutes of the Church Committees shall be submitted to the next meeting of the respective Committees.

PART II – FUNCTIONS AND DUTIES OF THE PROVOST OR SUB-DEAN

16. THE PROVOST

- (1) The place, precedence, dignity, authority and duties of the Provost in the Cathedral Church are set out in Statute II of the Cathedral Constitution.
- (2) In addition to his functions in the Cathedral Church, the Provost shall perform all such duties in the Parish as are normally performed by the Vicar of a Parish or as are assigned to him by the Cathedral Church Council.

PART III – DISPUTE RESOLUTION PROCESSES AND MECHANISM

17. DISPUTE RESOLUTION

In the event of any dispute or disagreement arising under these Standing Orders; or arising out of or in connection with the operations, decisions, or actions of the Cathedral Church Council, the parties agree to resolve the matter through the process outlined hereunder.

18. AD HOC COMMITTEE APPOINTMENT

- (1) The Provost shall have the authority to appoint an ad hoc committee to address and resolve any disputes that may arise.
- (2) The committee shall consist of members selected for their expertise and impartiality related to the matter in question.
- (3) In case the dispute involves the Provost, the appointment of the committee members shall be done by the Church Wardens.

19. REVIEW OF COMMITTEE DECISION

If any party involved in the dispute is dissatisfied with the decision rendered by the ad hoc committee, they may petition the Bishop of the Diocese of All Saints' Cathedral. Upon receipt of

such a petition, the Bishop shall have the discretion to constitute a different panel to review the committee's decision.

20. FINALITY OF THE BISHOP'S PANEL

The decision of the panel constituted by the Bishop shall be final and binding on all parties involved in the dispute.

PART IV – AMENDMENT

21. AMENDMENT OF STANDING ORDERS

- (1) These Standing orders may, subject to the approval of the Chapter and the assent of the Bishop, be amended by a resolution passed by a two-thirds majority of the members present and voting at a meeting of the Cathedral Church Council of which notice shall have been given as hereinafter mentioned, such resolution being confirmed and assented to as hereinafter mentioned.
- (2) At least fourteen days written notice shall be given to all members of the Council of any meeting of the Cathedral Church Council at which it is proposed to amend these Standing Orders and of the terms of the proposed amendments.
- (3) Any resolution for the amendment of these Standing Orders passed by the necessary majority of the Cathedral Church Council shall be submitted to the next meeting of the Council for confirmation and, if confirmed by a two thirds majority at that meeting, shall be submitted to the Chapter for its approval and thereafter for the assent of the Bishop.
- (4) Any such resolution if approved by the Chapter and assented to by the Bishop shall be laid before the next meeting of the Standing Committee of the Synod for approval and pending Approval or disapproval by such Standing Committee may be acted upon as if approved.

22. TRANSITIONS AND SAVINGS

1. Commencement of Standing Orders

These standing orders shall come into effect immediately upon receiving assent from His Grace the Archbishop Jackson Ole Sapit, Bishop of All Saints Cathedral Diocese, and upon approval by the Standing Committee of the Synod.

2. AGM and Parish Church Council Elections

These transitional provisions shall come into effect immediately upon the approval of these standing orders and shall govern the conduct of the AGM and the election of the Parish Church Council to be held in 2025, after which the regular biennial election cycle shall apply.

3. Transition Period for Office Holders

- a) The current members of the Parish Church Council shall continue in their roles until the first election is held under these standing orders, at which point all office holders shall be subject to election as provided herein.
- b) Members of the Parish Church Council serving at the time these standing orders are adopted shall be deemed to be in compliance with the new

WEDNESDAY 3RD DECEMBER 2024

The amendments to these Standing Orders were approved by the Cathedral Chapter on the 16th day of November 2024, with the Assent by His Grace Archbishop Jackson Ole Sapit Bishop of All Saints Cathedral Diocese given on 3rd day of December 2024 and approved by the Standing Committee of the Synod on 3rd day of December 2024.

A handwritten signature in black ink, appearing to be 'J. Sapit', is written over a horizontal line.
