

CHAPTER IV

To repeal Chapter I of 1902 and related legislation and to make provision for a Constitution of Christ Church Cathedral to provide for the regulation of the Cathedral of the Holy Trinity, commonly called Christ Church, Dublin and to make consequential amendments to the Constitution of the Church of Ireland

WHEREAS it is convenient to provide for a Constitution for the Cathedral of the Holy Trinity, commonly called Christ Church, Dublin to provide for the regulation of same;

AND WHEREAS for this purpose it is necessary to repeal Chapter I of 1902 and other related provisions;

AND WHEREAS for this purpose it is necessary to amend provisions of the Constitution of the Church of Ireland;

AND WHEREAS it is desirable that all members of the Cathedral Chapter, Board and others appointed to or holding office under the provisions prior to the enactment of the provisions of this Act continue to hold the same said offices in like manner upon the provisions of this Statute coming into effect;

AND WHEREAS it is desirable that the said Cathedral retain all the ancient prerogatives, rights and privileges as heretofore save as herein provided;

AND WHEREAS it is desirable that no change is made to the exclusive responsibility of the Dean and Chapter, subject to the consent of the Ordinary, for Divine Service AND WHEREAS it is desirable that no change be made to the responsibility of the Precentor subject to the Dean and Chapter for the direction of all arrangements connected with Choral Services AND WHEREAS it is desirable that no change be made to the composition and functioning of the Chapter AND WHEREAS it is desirable that no change be made to the respective powers of the Ordinary, Dean, Chapter and Cathedral Board AND WHEREAS it is desirable that no change be made to the appointment or roles of Dean's Vicar or Honorary Clerical Vicars or the appointment of Preachers

AND WHEREAS it is desirable that no change be made to the membership of or election to the Synods of Dublin and Glendalough, it is necessary to limit the amendments made to the matters hitherto recited and provided for herein;

BE IT ENACTED by the Archbishops and Bishops and by the clergy and laity of the Church of Ireland in General Synod assembled in Naas and subsequently by electronic communications technology in accordance with the provisions of section 14 of Chapter I of the Constitution of the Church of Ireland in the year 2025 and by the authority of the same, as follows: -

1. In this Statute:
 - (1) The “Cathedral” refers to the Cathedral of the Holy Trinity commonly called Christ Church, Dublin;
 - (2) The “Constitution of Christ Church Cathedral, Dublin” refers to the Constitution of the Cathedral as set out in the Schedule to this Statute;
 - (3) References to “Cathedral Board”, “the Company” and “Company Board” shall have the same meaning as that provided for in article 1 of the Constitution of Christ Church Cathedral, Dublin;
 - (4) References to “the coming into effect of the Constitution of Christ Church Cathedral, Dublin” shall be to 1 January 2026 or, where the said Constitution is brought into effect on another date or on several dates, to a date specified by the Standing Committee of the General Synod for this purpose;
 - (5) “Article” refers to an Article of the Constitution of Christ Church Cathedral, Dublin.
2. The Constitution of Christ Church Cathedral shall provide for the regulation of Christ Church Cathedral, Dublin.
3. The Constitution of Christ Church Cathedral, Dublin shall have the like effect as if same were a Statute of the General Synod of the Church of Ireland.

4. The Constitution of Christ Church Cathedral, Dublin may only be amended whether by insertion, deletion or repeal by a Statute of the General Synod of the Church of Ireland.
5. Upon the coming into effect of the Constitution of Christ Church Cathedral, Dublin, the following statutes of the General Synod of the Church of Ireland, or the following sections thereof, stand repealed without prejudice to the validity of any action taken under them or any right or liability heretofore acquired or incurred under or pursuance of the provisions hereby repealed:
 - (1) Chapter VII of 1886;
 - (2) Chapter I of 1902;
 - (3) Chapter V of 1920;
 - (4) Chapter VI of 1920 (special session);
 - (5) Chapter IX of 1971, Schedule, Section 9;
 - (6) Chapter II of 1997;
 - (7) Chapter IV of 2006;
 - (8) Chapter VI of 2016;
 - (9) Chapter V of 2017.
6. For the avoidance of doubt, Section 5 shall not affect the repeal of any Statute or provision repealed by any statute referred to in Section 5 or otherwise repealed, including for the avoidance of doubt the repeal of the following repealed Statutes:
 - (1) Chapter IV of 1872;
 - (2) Chapter I of 1874;
 - (3) Chapter II of 1879;

- (4) Chapter II of 1883.
7. For the avoidance of doubt:
- (1) From the coming into effect of the Constitution of Christ Church Cathedral, Dublin, the Schedule to Chapter I of 1902 inserted by Section 2 of, and the Schedule to, Chapter V of 2017 is repealed;
- (2) The Schedules to the Constitution of Christ Church Cathedral, Dublin, do not form part of Chapter VII of the Constitution of the Church of Ireland.
8. Upon the coming into effect of the Constitution of Christ Church Cathedral, Dublin, part (2) of the first Schedule of Chapter VII of the Constitution of the Church of Ireland shall be replaced with the following:

(2) Christ Church Cathedral, Dublin

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This statute repealed the previous provisions for the regulation of Christ Church Cathedral, Dublin and replaces it with a “*Constitution of Christ Church Cathedral, Dublin*” for the regulation of same. Under the Constitution of Christ Church Cathedral, Dublin, the Archbishop of Dublin is the Ordinary and has the right of appointing the Dean, and also has the right of appointing to the Dignities and Canonries with the exception of (a) the Canon chosen in accordance with the Schedule to Chapter IX of 1971, and (b) the Precentor, Dean’s Vicar, Chapter Clerk and the Honorary Clerical Vicars appointed by the Dean and Chapter. The Constitution of Christ Church Cathedral, Dublin retains the prior provisions for the Chapter of Christ Church Cathedral including provisions for Ecumenical Canons and Honorary Lay Canons. The Constitution also provides for the composition and powers of the Board of Christ Church Cathedral and for the Board of “*Christ Church Cathedral, Dublin Company Limited by Guarantee*”. It also outlines the relationship between the Chapter, the Board and the Company, and the relationship and division of responsibilities between the three. The Constitution of Christ Church Cathedral, Dublin may only be amended by a statute of the General Synod.

9. This Statute shall come into effect on its enactment by the General Synod.
10. The Constitution of Christ Church Cathedral shall come into effect on 1 January 2026 or on such other day or days and to such extent as the Standing Committee of the General Synod shall direct, save that from the enactment of this Statute Articles 116 (upon having effect pursuant to Article 117), 119 and 121 shall have like force and effect as if a provision of this Statute.
11. This Statute may be cited as the Constitution of Christ Church Cathedral, Dublin Act 2025.

Transitional Provisions

12. The coming into effect of the Constitution of Christ Church Cathedral, Dublin shall not affect the lawfulness of any decision or appointment made under the law as it existed prior to the coming into effect of same.
13. For the avoidance of doubt individuals appointed to, or elected to, or otherwise holding the following offices or positions immediately prior to the coming into effect of the Constitution of Christ Church Cathedral, Dublin shall remain holding the said positions upon the coming into effect of the Constitution of Christ Church Cathedral, Dublin and shall continue to hold the said positions for the remaining length of time that they would have held such positions under the law as it existed on 31 December 2025 unless they resign, become disqualified or are removed as provided for under the Constitution of Christ Church Cathedral, Dublin or otherwise under the laws of the Church of Ireland:
 - (1) The Dean;
 - (2) The Dean's Vicar;
 - (3) The members of the Cathedral Chapter (including Ecumenical Canons, Precentor, Chancellor, Treasurer, Archdeacon of Dublin, Archdeacon of Glendalough, Prebendary of St Michael, Prebendary of St Michan, Prebendary of St John) and Honorary Lay Canons;
 - (4) Honorary Clerical Vicars;

- (5) The members of the Diocesan Synod of Dublin and the Diocesan Synod of Glendalough elected at the 2023 Easter Vestry to represent Christ Church Cathedral and the Christ Church Cathedral Group of Parishes and the supplementarists similarly elected thereto.
 - (6) The members of the Cathedral Board.
14. Prior to the Easter General Vestry in the year 2026, all appointments to, removals from, vacancies in and otherwise pertaining to the composition of the Cathedral Board shall be determined in accordance with the provisions of law in force immediately prior to the coming into effect of the Constitution of Christ Church Cathedral, Dublin.
 15. Save for the offices provided for in Section 13(1) to (5) inclusive, all office-holders and other roles specified under the Constitution of Christ Church Cathedral, Dublin shall be first appointed by the Dean, Chapter, Cathedral Board and Company Board, as the case may be, by the conclusion of the second Cathedral Board meeting following the coming into effect of the Constitution of Christ Church Cathedral, Dublin.
 16. If the Deputy Dean, Chapter Clerk and Honorary Secretary are not appointed prior to the Easter General Vestry in the year 2026, all provisions of the Constitution of Christ Church Cathedral, Dublin relating to the Offices of Deputy Dean, Chapter Clerk and Honorary Secretary shall apply and refer to the respective office-holders appointed prior to the coming into effect of the Constitution of Christ Church Cathedral, Dublin.
 17. Notwithstanding Articles 97 and 98, the first Cathedral Board and first Company Board meeting following the coming into effect of the Constitution of Christ Church Cathedral, Dublin (which meetings shall be held no later than one calendar month after the coming into effect of the Constitution of Christ Church Cathedral, Dublin), any Committees (whether Standing or ordinary) shall stand dissolved, and the respective Boards shall at those meetings establish the Standing Committees and appoint the Chairpersons and members thereof.
 18. At the first Cathedral Board and first Company Board meeting following the coming into effect of the Constitution of Christ Church Cathedral, Dublin (save if also the first

Cathedral Board and first Company Board meeting following the Easter General Vestry in the year 2026), the Nomination Committee provided for in article 91(4) of the Constitution of Christ Church Cathedral, Dublin shall not be required to advise on the offices and roles set out in article 91(4)(c) and article 91(4)(e) of the same Constitution.

19. Notwithstanding Articles 97 and 98, at the first Cathedral Board and first Company Board meeting following the Easter General Vestry in the year 2026, any Committees (whether Standing or ordinary) shall stand dissolved, and the respective Boards shall at those meetings establish the Standing Committees and appoint the Chairpersons and members thereof.
20. All persons appointed by the Cathedral Board or the Company Board prior to the Easter General Vestry in the year 2026 (other than persons on contracts of service or for services, and for the avoidance of doubt not including members of the Board or of the Company Board) shall cease to hold office in the Cathedral and in the Company at the beginning, respectively, of the first Cathedral Board and first Company Board meeting following the Easter General Vestry in the year 2026.
21. The first meetings of the Cathedral Board and the Company Board following the Easter General Vestry in the year 2026 shall take place within 6 weeks thereof.
22. The second meeting of the Cathedral Board following the Easter General Vestry in the year 2026 shall take place on or by 30 June 2026.

SCHEDULE

CONSTITUTION OF CHRIST CHURCH CATHEDRAL, DUBLIN

Interpretation

1. (1) In this Constitution:

“Archbishop” means the Archbishop of Dublin and Bishop of Glendalough;

“Articles of Association” means the Articles of Association of the Company;

“Cathedral” means the Cathedral of the Holy Trinity commonly called Christ Church, Dublin;

“Cathedral Board” means the Board of the unincorporated association of Christ Church Cathedral, Dublin;

“Cathedral Board Officers” means the holder of a Cathedral Board Office;

“Cathedral Board Offices” means the Dean, Deputy Dean and such other offices as are established and appointed or deemed pursuant to articles 68 and 69;

“Clergy Member” means a member of the Church of Ireland in Holy Orders (for the avoidance of doubt including retired, non-stipendiary and self-supporting clergy and ordained local ministers);

“Clerical Member” means –

(a) a Clergy Member, and,

(b) a person in ministry (other than lay ministry) or in Holy Orders who is a member of a Church in full communion with the Church of Ireland as may from time to time be specified by the House of Bishops;

“Company” means “Christ Church Cathedral, Dublin Company Limited by Guarantee” (Registered Company Number 764600);

“Company Board” means the Board of directors of the Company from time to time;

“Constitution” means this Constitution (the Constitution of Christ Church Cathedral, Dublin) save where the context provides otherwise;

“Dean” means the Dean of Dublin and Dean of Glendalough;

“Memorandum of Association” means the Memorandum of Association of the Company;

“Statute”, save where the context otherwise appears, means the Statute of the General Synod, Chapter IV of 2025 to which this Constitution is a Schedule.

- (2) References in the Statute of the General Synod of the Church of Ireland, Session 1935, Chapter V to the “Board” shall, with respect to the Cathedral of the Holy Trinity, commonly called Christ Church, Dublin, be read as “the Company Board” within the meaning of this Constitution.
- (3) Any word used in this Constitution has the meaning ascribed to it in the Constitution of the Church of Ireland and in the Statute.

The Ordinary

2. The Cathedral shall be the Cathedral of the Dioceses of Dublin and Glendalough, retaining all the ancient prerogatives, rights and privileges, as heretofore and the constitution of the Cathedral as hitherto provided for in the law of the Church of Ireland shall in all respects remain unaltered, save as provided in the Statute and this Constitution.
3. The Archbishop shall be the Ordinary of the said Cathedral, and shall have the right of appointing to the several Dignities and Canonries, with the exceptions mentioned in articles 16 and 28-37 hereinafter and in section 6 of the schedule to the Statute of the General Synod, Chapter IX of 1971.

The Dean and Chapter

4. (1) The Archbishop shall have the right of appointing the Dean, whenever a vacancy shall occur.
(2) The Dean shall be resident during ten months at the least of every year, and shall not hold any other office, the duties of which would in the opinion of the Ordinary, interfere with the discharge of his or her duties as Dean.
5. (1) The Chapter shall consist, with the Dean, of the Precentor, Chancellor, Treasurer, Archdeacon of Dublin, Archdeacon of Glendalough and twelve Canons, eight of whom shall be appointed from the beneficed or licenced clergy of the Diocese of Dublin and four from the beneficed or licenced clergy of the Diocese of Glendalough.
(2) Of such twelve Canons the first three in seniority of appointment shall bear respectively the name and style of Prebendary of St Michael, Prebendary of St Michan and Prebendary of St John.
(3) Precedence within the Chapter shall be in the following order of rank: the Dean; the Deputy Dean; the Precentor; the Chancellor; the Treasurer; the Archdeacon of Dublin; the Archdeacon of Glendalough; the Prebendary of St Michael; the Prebendary of St Michan; the Prebendary of St John; the nine other Canons in descending seniority of appointment.

Honorary Lay Canons

6. The Archbishop shall have the right to appoint at his or her sole discretion two honorary Lay Canons to the Cathedral, such appointments to be in recognition of particular and distinguished service to the Cathedral or to the United Dioceses of Dublin and Glendalough or the community in those dioceses or to the Church of Ireland.
7. A Lay Canon shall hold office for a term of five years from the date of appointment and shall be entitled to a designated seat in the Cathedral while holding such office. A Lay Canon shall be entitled to attend Chapter meetings at a non-voting member.
8. A Lay Canon who has served five years may be reappointed.
9. A Lay Canon may be removed by the Archbishop for cause shown.

Ecumenical Canons

10. The Archbishop may appoint two Ecumenical Canons to the Chapter. An Ecumenical Canon shall mean a minister or accredited preacher of one or other such Christian denominations not in full communion with the Church as may from time to time be specified by the House of Bishops. The Ecumenical Canons shall each have a designated stall in the Cathedral and shall be non-voting members of the Chapter.
11. Such Ecumenical Canons may be removed by the Archbishop for cause shown. Each Ecumenical Canon, if not so removed, shall hold office for a term of five years from the date of appointment or until such Ecumenical Canon shall resign from such office. An Ecumenical Canon who has served five years may be reappointed.
12. The appointment of an Ecumenical Canon shall not be effective unless and until that person shall make and subscribe before the Archbishop the declaration contained in the first schedule hereto annexed.
13. An Ecumenical Canon may be invited by the Archbishop to perform all or any of the following duties insofar as the same are consistent with the provisions of Canon 10 –
 - (1) To say or sing Morning or Evening prayer or the litany;
 - (2) To read the Holy Scriptures;
 - (3) To deliver an address;
 - (4) To assist at a Baptism, Marriage or Funeral Service or at the celebration of Holy Communion;If the Ecumenical Canon is authorised to perform a similar duty in his or her own Church.
14. The Court of the General Synod shall have authority to determine all questions and disputes that may arise respecting the appointment or removal of an Ecumenical Canon.

Divine Service

15. Save to the extent otherwise provided for herein, the Dean and Chapter, with the consent of the Ordinary, shall be responsible for and may make regulations for the conduct of Divine Service in the Cathedral.
16. The Precentor (who must be skilled in music) shall be appointed by the Dean and Chapter and shall (subject to them) have the direction of all arrangements connected with the Choral Services.
17. The appointment of special and occasional preachers, and the arrangements for any services in addition to the ordinary Sunday and weekday services, shall be made by the Dean.

Deputy Dean

18. The Dean shall have power, at his or her discretion, to nominate a member of the Chapter who is a member of the Cathedral Board to act as Deputy Dean.
19. If the Dean is absent or incapacitated (as determined by the Archbishop), and if -
 - (1) No Deputy Dean has been nominated, or
 - (2) The Deputy Dean declines to act as Deputy Dean or otherwise is determined by the Archbishop to be unable to act as Deputy Dean (in which cases the Deputy Dean shall immediately cease to hold office as Deputy Dean),the Archbishop shall appoint a member of the Chapter to act as Deputy Dean, who shall hold office for so long as the Archbishop considers the absence or incapacity to continue.
20. The Deputy Dean shall hold office at the pleasure of:
 - (1) the Dean, if appointed under article 18;
 - (2) the Archbishop for so long as the Dean is absent or incapacitated (as determined by the Archbishop).
21. The Deputy Dean shall cease to hold office as Deputy Dean if he or she ceases to be a member of the Chapter or ceases to be a member of the Cathedral Board.
22. In the absence or incapacity of the Dean, the Deputy Dean shall have all the powers of the Dean and shall discharge all the duties of the Dean.
23. Otherwise than in the absence of the Dean, the Dean may with the consent of the Archbishop (without prejudice to the operation of article 67(2)) delegate any powers or duties of the Dean (including as Incumbent) to the Deputy Dean for such duration as the Dean may determine.

24. Unless otherwise directed by the Archbishop, the Deputy Dean shall cease to hold office upon a vacancy in the office of the Dean.
25. The Deputy Dean shall continue to hold office upon the Dean remaining in office but ceasing to be a member of the Cathedral Board by operation of article 101(2)-(9).

Functioning of the Dean and Chapter

26. (1) A meeting of the Dean and Chapter may be summoned at any time by the Dean or in his or her absence by his or her Deputy and shall be summoned at any time on the written requisition of any six members of the Chapter, addressed to the Dean or to his or her Deputy, as the case may be.
- (2) At the meetings of the Chapter, the Dean or in his or her absence, the Deputy Dean or thereafter the member of the Chapter next in the rank set out in article 5(3) who shall be present, shall preside and shall have both an ordinary and a casting vote.
- (3) The Dean shall also have power, subject to confirmation by the Dean and Chapter, to represent and to act for the Dean and Chapter in cases of emergency, or in cases not otherwise provided for, when a meeting of the Dean and Chapter cannot conveniently be held.

Dignities

27. (1) No Clergy Member holding a Deanery, Dignity, Prebend, Canonry, Cure of Souls, Incumbency or Curacy not being in the Diocese of Dublin or of Glendalough, or being resident out of the said Dioceses shall be eligible to be Dean, Precentor, Chancellor or Treasurer of Christ Church Cathedral, unless he or she should resign such Dignity or Office and shall become resident in the Diocese of Dublin or of Glendalough.
- (2) The acceptance of any Deanery, Dignity, Prebend, Canonry, Cure of Souls, Incumbency or Curacy not being in the Diocese of Dublin or of Glendalough or permanent resident out of the said Dioceses, by the Dean, Precentor, Chancellor or Treasurer of the Cathedral or any of the Prebendaries of the said Cathedral or by any of the Canons thereof, appointed or to be appointed from the said dioceses shall operate as a resignation of the Dignity or other office held by such person in the Cathedral.

Dean's Vicar

28. (1) A Dean's Vicar shall be appointed by the Dean and Chapter to conduct the choral services of the Cathedral.
- (2) The Dean's Vicar shall be a clergy member in priest's orders licenced in the United Dioceses of Dublin and Glendalough (not being a member of the Chapter), skilled in chanting.

- (3) The Dean's Vicar shall hold office at the pleasure of the Dean and Chapter and may be removed by the Dean and Chapter.
- (4) The Dean's Vicar may receive a stipend.
- 29. (1) The Dean's Vicar shall not be a member of the Chapter but shall have the right to be present and to speak, but not to vote, at all meetings of the Chapter.
- (2) The Dean's Vicar may be invited by the Cathedral or Company Board to be present and to speak, but not to vote, at the meetings of either Board.
- 30. The appointment of the Dean's Vicar shall not be effective until that person shall make and subscribe before the Dean the declaration contained in the third schedule hereto attached.

Chapter Clerk

- 31. Upon such terms as are approved by the Company Board, the Dean and Chapter may appoint a Chapter Clerk to act as secretary to the Chapter, to maintain the records of the Chapter and for such other purposes as the Chapter shall specify.
- 32. The Chapter Clerk shall hold office at the pleasure of the Dean and Chapter and may be removed by the Dean and Chapter.
- 33. The Chapter Clerk shall not be a member of the Chapter but shall have the right to be present and to speak, but not to vote, at all meetings of the Chapter.
- 34. Subject to article 33, the office of Chapter Clerk may be held together with any other office or employment within the Cathedral, including that of Dean's Vicar.
- 35. The appointment of a Chapter Clerk shall not be effective unless and until that person shall make and subscribe before the Dean the declaration contained in the Second Schedule hereto attached.

Honorary Clerical Vicars

- 36. The Dean and Chapter may, from time to time, if they think fit, appoint Honorary Clerical Vicars.
- 37. Honorary Clerical Vicars shall hold office at the pleasure of the Dean and Chapter.

Vestry Members

- 38. (1) There shall be Vestry Members registered for the Cathedral.
- (2) The following shall be entitled to be registered as a Vestry Member:
 - (a) Every member of the Church of Ireland, aged eighteen years, who shall have been for six months previous to registration an accustomed member of the

congregation of the Cathedral, and shall be an annual contributor of at least one euro towards the funds of the Cathedral;

- (b) Every member of the Church of Ireland, aged eighteen years, who shall contribute a sum of not less than five euro per annum towards the said funds, such contributions having been paid six months previous to registration;
- (c) Every member of the Church of Ireland, aged eighteen years, who shall have contributed a sum of not less than fifty euro in one sum towards the said funds; and,
- (d) Every member of the Church of Ireland, who would if the Cathedral were a parish be qualified as a Vestry Member under Part I of Chapter III of the Constitution of the Church of Ireland.

Synods Members

39. (1) The Dean of the Cathedral shall be ex-officio a member of the Synod of Dublin, and of the Synod of Glendalough.
- (2) The remaining members of the Chapter (and the Chapter Clerk appointed under article 31 if the same is a licensed Clergy Member) shall each be *ex officio* a member of the Synod of the Diocese with which he or she is connected by benefice, licence, or permanent residence therein.
- (3) The Dean's Vicar appointed under article 28(1) and the Chapter Clerk appointed under article 31 (if a licensed Clergy Member and if not otherwise a member of the Synods of Dublin or Glendalough) shall each be an *ex officio* member of the Synod of the Diocese of Dublin.
- (4) The Registered Vestry Members shall be entitled to return Synods Members to the Diocesan Synod of Dublin, or of Glendalough, as the case may be, who shall be elected in the same manner, and shall possess the same rights and privileges, as the Synods Members returned under Chapter II of the Constitution of the Church of Ireland.

Cathedral Board

40. From the Easter General Vestry in the year 2026, the members of the Cathedral Board shall be appointed in manner hereinafter provided and consist of:
- (1) the Dean,
 - (2) the Precentor (save, upon regulations of the Chapter, if the Precentor's responsibility under article 16 to direct arrangements for the Choral Services is assigned to the Dean for the time being by the Precentor for the time being), and
 - (3) two voting members of the Chapter (that is, excluding Honorary Lay Canons and Ecumenical Canons) elected by the Dean and Chapter immediately before or after the

Easter General Vestry (or three such members if the Precentor's responsibility under article 16 to direct arrangements for the Choral Services is assigned to the Dean for the time being by the Precentor for the time being);

- (4) four laypersons (for the avoidance of doubt, not being Clergy Members), chosen by the Registered Vestry Members from amongst themselves at the Easter General Vestry;
 - (5) four persons appointed at the first meeting of the Cathedral Board after the Easter General Vestry by the members of the Cathedral Board identified in paragraphs (1), (2), (3) and (4) of this article, who are members of the Church of Ireland or who are members of a Church in full communion with the Church of Ireland as may from time to time be specified by the House of Bishops, providing that no more than six Clerical Members shall be members of the Cathedral Board.
41. Save for any person appointed pursuant to article 40(5), any member of the Cathedral Board ceasing to be a Dignity or Canon of the Cathedral, or a Registered Vestry Member, as the case may be, shall thereupon cease to be a member of the Cathedral Board.
 42. Save in the case of Clergy Members where permitted by the laws of Ireland, no employee of the Cathedral or of the Company shall be eligible for election or appointment to the Cathedral Board, and upon becoming an employee of the Cathedral or of the Company shall thereupon cease to be a member of the Cathedral Board.
 43. No former employee of the Cathedral or of the Company shall be eligible for election or appointment to the Cathedral Board until at least three years have elapsed since his or her last employment by either the Cathedral or the Company.
 44. The members of the Cathedral Board elected pursuant to article 40(4) shall retire from office at the Easter General Vestry in every third year but shall severally be capable of re-election.
 45. An appointment under article 40(5) or under articles 110-111 shall not be made until the views of the Nomination Committee (as to the proposed candidates and the balance of skills, experience and diversity on the Cathedral Board and Committees) are heard by the body so electing or appointing.
 46. Upon the Honorary Secretary being notified that, in accordance with article 19, a Member of the Chapter is acting as Deputy Dean during the absence of the Dean, the Deputy Dean shall (if not already a member of the Cathedral Board) become an additional member of the Cathedral Board and shall remain a member of the Cathedral Board until the Dean notifies the Honorary Secretary that he or she is no longer absent.
 47. The appointment of a Cathedral Board member under article 40(5) (being a Clerical Member and not being a Clergy Member) shall not be effective unless and until that person shall make and subscribe before the Dean a declaration in the form of the Fourth Schedule hereto annexed.

48. The appointment of Cathedral Board members (not being Clerical Members) under article 40(5) shall not be effective unless and until that person shall make and subscribe before the Dean the declaration contained in the Second Schedule hereto annexed.
49. At the Cathedral Board meeting following Easter in every year subsequent to a Triennial Easter Vestry meeting, one-third of the Chapter members appointed under article 40(3) and one-third of the Cathedral Board members appointed under article 40(5) (or, if their number is not divisible by 3, then the number nearest to and less than one-third) shall retire from office.
50. The Cathedral Board members to retire by rotation under article 49 who have been longest in office (as Chapter members or appointed Cathedral Board members) since their last appointment/election or re-appointment/election but as between persons who became or were last re-appointed/re-elected on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.
51. A Cathedral Board member who retires may, if willing to act, be re-appointed (subject to any regulations the Cathedral Board may make in respect of the number of terms a Cathedral Board member may serve). If he or she is not re-appointed or deemed to be re-appointed pursuant to this Constitution he or she shall retain office until the Chapter or Cathedral Board, as the case may be, appoints someone in his or her place or, if it does not do so, until the end of the meeting convened to make such appointment.
52. The filling of a vacancy arising by operation of article 49 shall:
 - (1) be made in accordance with the provisions of articles 40-53, and not in accordance with articles 110-111.
 - (2) be made by:
 - (a) In the case of appointments under article 40(3) the Chapter at a meeting specially so convened, or
 - (b) in the case of appointments under article 40(5), the Cathedral Board after hearing the Nomination Committee.
53. The Cathedral Board may, prior to a Triennial Easter Vestry meeting, determine that all Board members be elected or appointed in accordance with the provisions of article 40 as if article 52 did not apply, and the provisions of article 40 shall apply thenceforward.
54.
 - (1) The election of members of the Cathedral Board by the Dean and Chapter shall be subject to the right of appeal to the Diocesan Councils of Dublin and Glendalough jointly, by the Dean, or by any Member of the Chapter.
 - (2) The election of members of the Cathedral Board by the Registered Vestry Members shall be subject to the right of appeal to the Diocesan Councils of Dublin and Glendalough jointly, by the Dean, or by any Registered Vestry Member of the Cathedral.

- (3) An appeal pursuant to this article may be made by lodging with the respective Secretaries of the Diocesan Councils of Dublin and Glendalough a written notice, within one fortnight after the election, specifying the grounds of objection to the election, and signed by the appellant.
- (4) Upon receipt of the notice specified in paragraph 3 of this article by the respective Secretaries of the Diocesan Councils of Dublin and Glendalough, the Diocesan Councils of Dublin and Glendalough shall take such proceedings for hearing the appeal, and for deciding the questions raised thereby, as the said Councils shall deem fit and sufficient.

The Company

55. The members of the Cathedral Board provided for in this Constitution shall be the members and directors of the Company, and no other persons shall be the members and directors of the Company (save as provided in Article 87 of the Articles of Association).
56. The members of the Cathedral Board shall, in their capacity as directors of the Company, and subject to Article 87 of its Articles of Association, be the charity trustees of the Company, for so long as it is a registered charity.
57. The members of the Cathedral Board shall be the charity trustees of the unincorporated association of the Cathedral, for so long as it is a registered charity.
58. For the avoidance of doubt, and notwithstanding any transfer of a power, function or duty of the Cathedral Board to the Company, the Cathedral Board shall retain the powers, functions and duties of a Select Vestry, of Churchwardens and of Glebewardens under the laws of the Church of Ireland.
59. The members (and directors) of the Company shall be the members of the Cathedral Board who hold office at the time of these provisions coming into force, and who shall continue to hold office in accordance with this Constitution.
60. The Company Board (in their capacity as members of the Company) shall be permitted, with the consent of the Dean and Chapter and with the written consent of the Ordinary, to apply to the relevant authorities to alter the name of the Company to omit “Company Limited by Guarantee” from the name of the Company, and to otherwise change the name of the Company.
61. Save as to renumbering, the Company shall not, without the prior consent both of the General Vestry and of the Chapter and without the written consent of the Ordinary and without the consent of the relevant authorities where applicable, amend:
 - (1) the following Clauses of its Memorandum of Association –
 - (a) Clause 3 (entitled “Main Object”),
 - (b) Clause 6 (entitled “Income and Property”) or
 - (c) Clause 8 (entitled “Winding Up”).

- (2) the following Articles of its Articles of Association –
- (a) Article 3 (providing that Cathedral Board members shall be Company Members, and no other persons),
 - (b) Article 48 (providing that only Company Members shall be Directors),
 - (c) Articles 56 (providing for the disqualification of Directors),
 - (d) Article 61 (providing that the chairperson of the Company Board shall be designated by the laws of the Church of Ireland),
 - (e) Article 66 (providing for written resolutions);
 - (f) Article 67 (providing for meetings by electronic means);
 - (g) Article 87 (providing for Visitation of the Cathedral).
62. The Company and the Company Board shall be bound by the same obligations of reporting, including financial reporting, within and to organs of the Cathedral and of the Church of Ireland as are the Cathedral and the Cathedral Board under the laws of the Church of Ireland.
63. So far as is consistent with the laws of Ireland, the Company and its directors and members shall be:
- (1) bound by and subject to and shall act in compliance with the laws of the Church of Ireland;
 - (2) bound by and subject to and may be party to proceedings before the courts and tribunals to the Church of Ireland;
 - (3) bound by and subject to –
 - (a) the powers of the Archbishop under the laws of the Church of Ireland to mandate a Visitation and to appoint a Visitor to the Cathedral (including to the Cathedral Board or to or in respect of the members thereof) or to the Dean and Chapter,
 - (b) powers of the Archbishop hereby established to mandate a Visitation and to appoint a Visitor to the Company (including to the Company Board and the directors and members thereof) in the like manner and to the like extent as the Archbishop has the power under the laws of the Church of Ireland to appoint a Visitor to the Cathedral (including to the Cathedral Board and to or in respect of the members thereof), and, accordingly,
 - (c) the powers under the laws of the Church of Ireland of the Archbishop and of the Visitor and of other relevant persons under the laws of the Church of Ireland in respect of and during the pendency of and following the determination of a Visitation of the Cathedral (including to the Cathedral Board or to or in respect of the members thereof) or of the Dean and Chapter or of the Company (including to the Company Board and the directors and members thereof).

64. Save as to renumbering, the Company shall not amend Articles 88 and 89 of its Articles of Association (providing for submission of the Company and its Directors to the authority of the Church of Ireland, its courts, tribunals and laws).
65. For the avoidance of doubt, the Company is a body governed by the laws of the Church of Ireland for the purposes of Section 4 of Part I of Chapter XVII of the Constitution of the Church of Ireland and shall be bound by the provisions of the said Chapter.

Conduct of Meetings

66.
 - (1) Subject to article 113, the Cathedral Board and the Company Board shall have the power to make rules and regulations for the times and conduct of their respective meetings.
 - (2) The President of the Cathedral Board and the Company Board shall be the Dean, or, in his or her absence, shall be the Deputy Dean or, in his or her absence, a member of the relevant Board present in an order determined by joint regulations of the Cathedral Board and the Company Board (or, absent such regulations, the President of the relevant Board shall be determined by the members of that Board who are present).
 - (3) The President of the Cathedral Board or the President of the Company Board, as the case may be, shall chair meetings of the relevant Board, and shall act as President of the relevant Board at and between meetings of the relevant Board.
 - (4) The President of the Cathedral Board or Company Board, as the case may be, shall have an ordinary and a casting vote, except that in the case of a casual vacancy of a representative of the General Vestry, a Clerical Member presiding in the Cathedral Board shall have a casting vote only.
 - (5) The Cathedral Board and the Company Board shall each meet not less than four times in each calendar year.
 - (6) A meeting of the Cathedral Board or the Company Board may be summoned at any time by the President of the said Board or shall be summoned by the Honorary Secretary at any time on the written requisition of four members of the said Board, addressed to the President of the said Board or to the Honorary Secretary, as the case may be.
 - (7) Articles 66 and 67 of the Articles of Association (relating to written resolutions and meeting by electronic means respectively) shall apply to the Cathedral Board and, *mutatis mutandis*, to the Chapter as if incorporated into the text of this Constitution.
67.
 - (1) The Deputy Dean shall act as Vice-Chairperson of the Cathedral Board and the Company Board.
 - (2) Notwithstanding article 23, the Deputy Dean may be delegated duties by the Dean in his capacity as President of the Cathedral Board or in his capacity as President of the Company Board, and may otherwise be assigned duties by the said Boards, for such period as the Dean or either Board may determine.

Cathedral Board Offices

68. From the Easter General Vestry in the year 2026, in addition to the Dean and the Deputy Dean, the Cathedral Board shall appoint the following Officers from amongst its own members:
- (1) A “Board Treasurer” (who shall advise the Cathedral Board and the Company Board on, and account to the Cathedral Board and the Company Board respectively for, the Cathedral’s finances and the Company’s finances, the ultimate responsibility for and decision-making in respect of which shall remain vested in the said Boards);
 - (2) Such other officers as it may from time to time determine.
69. From the Easter General Vestry in the year 2026, if the Honorary Secretary appointed under article 72 is a member of the Cathedral Board, he or she shall be deemed to be appointed by the Cathedral Board as a Cathedral Board Officer.
70. No person shall hold more than one Cathedral Board Office.
71. Cathedral Board Offices shall be Offices within the Cathedral Board and, insofar as is compatible with applicable law, within the Company Board with the same powers, duties, functions and other provisions set out herein.

Honorary Secretary

72. From the Easter General Vestry in the year 2026, the Cathedral Board shall appoint an Honorary Secretary.
73. The Honorary Secretary shall -
- (1) maintain the records of the Cathedral (other than the Chapter), the Cathedral Board and the Company Board,
 - (2) for the purposes of the Constitution and laws of the Church of Ireland, act as Secretary of the Cathedral Board and of the Company Board,
 - (3) act for such purposes as the Cathedral Board and Company Board may specify,
- subject to any permissible delegation or appointment which may be approved by the respective Boards.
74. The Honorary Secretary, or another person, may be appointed to act as Secretary for all or any regulatory purposes, including as:
- (1) Secretary of the Company for the purposes of the Companies Act 2014 as amended, and,
 - (2) Secretary of the Cathedral and the Company for the purposes of the Charities Act 2009 as amended,

subject to any permissible delegation or appointment which may be approved by the respective Boards.

75. The Honorary Secretary shall report to the Cathedral Board and the Company Board in his or her capacity as Honorary Secretary for the functions assigned to him or her.
76. The Honorary Secretary need not be a member of the Cathedral Board or of the Company Board.
77. The Honorary Secretary shall have a right of attendance at meetings of the Cathedral Board and the Company Board if not a member of either.
78. The Secretary of the Company for the purposes of the Companies Act 2014 as amended shall have a right of attendance at meetings of the Company Board if not a member of the Company Board.
79. The Honorary Secretary, and the person or persons to whom is delegated regulatory functions of a Secretary under the Companies Act 2014 as amended or under the Charities Act 2009 as amended, or is appointed as Secretary of the Company for the purposes of the Companies Act 2014 as amended, may, subject to the laws of Ireland, be a body corporate.
80. The Cathedral Board and the Company Board may (by regulations or otherwise) appoint such persons, including persons on a contract of service or a contract for services, to advise it and execute its respective functions and those of Board Officers, with such duties, powers, reporting obligations and rights of attendance of the respective Board as the said Board may determine.
81. The Cathedral Board and the Company Board may entrust to and confer upon person appointed in accordance with article 80 any of the powers exercisable by them upon such terms and conditions and with such restrictions as they may think fit, and either collaterally with or to the exclusion of their own powers, and may from time to time revoke, withdraw, alter or vary all or any of such powers.
82. Any person appointed in accordance with article 80 or article 81 shall be appointed in respect either of the Cathedral or the Company or both.
83. The Cathedral Board or the Company Board, as the case may be, shall at all times retain ultimate responsibility for and decision-making authority in respect of any matter entrusted to or conferred upon any person appointed under and in accordance with article 80 or article 81.
84. The Honorary Secretary and any person appointed in accordance with articles 80 or article 81 shall not be –
 - (1) officers of the Cathedral or of the Company,
 - (2) charity trustees of the Cathedral or of the Company, or

(3) Cathedral Board Officers,

save if appointed members of the Cathedral Board, or (in respect of the Company) if appointed Secretary of the Company for the purposes of the Companies Act 2014.

85. The Honorary Secretary may be appointed as Chapter Clerk.
86. Save in exercise of any statutory powers, the Honorary Secretary and any person appointed in accordance with article 80 or article 81 may not give directions or instructions to the Cathedral Board or the Company Board or to a charity trustee or (save upon decision of the respective Boards with such restriction as they may think fit) to an officer (including an employed officer) of the Cathedral or of the Company.
87. The Honorary Secretary and Cathedral Board Officers (other than the Dean) shall serve until the first Cathedral Board meeting following the Triennial Easter Vestry at which they are appointed.
88. The Cathedral Board may at any time replace the Honorary Secretary and Cathedral Board Officers (other than the Dean and Deputy Dean).
89. Persons appointed in accordance with article 80 or article 81 shall be appointed on such terms and for such period as the relevant Board may determine and, without prejudice to the terms of any contract entered into in any particular case, may at any time revoke any such appointment.
90. The appointment of persons under articles 68, article 72, article 80 or article 81 may be required by the Cathedral Board and the Company Board (as the case may be), at its discretion, not to be effective unless and until that person shall make and subscribe before the Dean the declaration contained in the Second Schedule hereto annexed.

Committees

91. The Cathedral Board and the Company Board shall each establish the following Standing Committees (“Standing Committees”):
 - (1) A Finance Committee, to advise the respective Boards on, inter alia, the respective Boards’ powers, duties and functions as set out in article 115(4);
 - (2) A Fabric Committee to advise the respective Boards on, inter alia, their powers, duties and functions as set out in article 115(1)-115(3) and as Glebewardens;
 - (3) A Governance Committee, to advise the respective Boards on the Cathedral and the Company’s compliance with statutory requirements, requirements of the laws of the Church of Ireland and best practice in governance of charities and companies;
 - (4) A Nomination Committee, to advise –

- (a) the Cathedral Board on the appointment of Board members under article 40(5) (including applicable vacancies under article 52(2)(b) and articles 110-111),
- (b) the Cathedral Board on the appointment of Board Officers (other than the Dean and the Deputy Dean) and the appointment of the Honorary Secretary,
- (c) the respective Boards on the appointment of the Chairpersons of Committees,
- (d) the Cathedral Board and the Chapter on the nomination of the Cathedral roles established under article 100,
- (e) the respective Boards, Dean, Chapter and General Vestry (as the case may be) on the appointment of such other persons as may be requested by the Boards to be advised upon, including (in respect of the Boards) the persons set out in articles 80-81 and article 115(5),

providing always that the recommendations of the Nomination Committee are advisory and are not binding;

- (5) A Safeguarding Committee, to advise the respective Boards on the Cathedral and Company's compliance with responsibilities, best practice and Church policy, in respect of safeguarding of minors and other vulnerable persons (and which, for the avoidance of doubt, may consist of and may comprise the Safeguarding Trust Panel).
- 92. The respective Boards may establish other committees ("ordinary Committees") to assist in the discharge of its functions.
 - 93. The respective Boards may add to the responsibilities of the Standing Committees and may assign the responsibilities of one Standing Committee to another as such Board may deem fit from time to time.
 - 94. The respective Boards shall determine and publish the terms of reference of Standing and ordinary Committees.
 - 95. Save as otherwise provided in the laws of the Church of Ireland, the Cathedral Board and the Company Board may delegate any of their respective powers to such person or persons as they think fit, including to Standing and ordinary Committees and including to executive officers (upon such terms and conditions and with such restrictions as the respective Boards may think fit).
 - 96. Every Standing and ordinary Committee shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Cathedral Board and the Company Board (and otherwise to the procedures applicable to the respective Boards). The chairpersons and members of Standing and ordinary Committee shall be appointed by the respective Boards subject to the following:

- (a) Save that the Finance Committee may be chaired by the Board Treasurer, and that the Nomination Committee may be chaired by a former member of the Cathedral Board, Standing Committees established by the respective Boards shall be chaired by members of the Cathedral Board who are not Board Officers.
 - (b) The President of the Cathedral Board for the time being and the President of the Company Board for the time being shall not chair a Committee.
 - (c) Standing and ordinary Committees may comprise persons not on the Cathedral Board (in addition to members of the Cathedral Board).
97. Standing Committees shall remain in existence perpetually notwithstanding a Triennial Easter Vestry.
98. Ordinary Committees shall stand dissolved and may be re-established at the first meetings of the respective Board following a Triennial Easter Vestry.
99. The term of members of Standing and ordinary Committees shall end at the first meetings of the respective Board following a Triennial Easter Vestry.
100. The Cathedral Board and Chapter may by joint regulations establish such Cathedral roles (not being Cathedral Board Offices, offices within or of either Cathedral Board or of the Chapter, nor charity trustees of the Cathedral or Company), for appointment by and with the consent of the Archbishop on the joint nomination of the Cathedral Board and Chapter, as may from time to time be required.

Vacancies in the Cathedral Board

101. The seat of a Cathedral Board member, including the seat on the Cathedral Board of the Dean and Deputy Dean, shall automatically become vacant if the Cathedral Board member:
- (1) Dies;
 - (2) Resigns by notice in writing to the Company;
 - (3) Ceases to be qualified for the position of charity trustee under section 55 of the Charities Act 2009;
 - (4) Becomes prohibited or disqualified from being a Director by reason of any law or order made under the Companies Act 2014;
 - (5) Becomes subject to vacation of their seat in the Company by operation of Section 148(1) of the Companies Act;
 - (6) Would be vacated from directorship of the Company under Section 148(2) of the Companies Act 2014 if those provisions are applied, or as if those provisions had been applied, by the Company under its Articles of Association;

- (7) Is removed as a Director from the Company pursuant to Section 146 of the Companies Act;
 - (8) Is otherwise ineligible to be appointed or to remain or ceases to be a director or member of the Company (including under Article 56 of its Articles of Association); or
 - (9) Holds any other office or place of profit in or from the Cathedral or in or from the Company, save as permitted by the laws of Ireland.
102. The seat of a Cathedral Board member, other than the seat of the Dean but including the seat of the Deputy Dean on the Cathedral Board, shall automatically become vacant if the Cathedral Board member:
- (1) Is for more than one year absent from meetings of both the Cathedral Board and the Company Board;
 - (2) Within twenty-one days of being duly called upon to do so (or such lesser time as is required to comply with any statutory deadline), shall fail, refuse or neglect to execute any documentation that may be required of him or her, as a charity trustee of the Cathedral or the Company under the Charities Act 2009 as amended;
 - (3) If a Cathedral Board member conducts himself or herself in such a way as in the opinion of a two-thirds majority of the other members of the Cathedral Board in their absolute discretion the interests of either Board or of the Cathedral or of the Company would be prejudiced;
 - (4) Being a Clerical Member appointed under article 40(5) and not being a member of Church of Ireland, is subject to a restriction, deprivation or deposition in their own Church or religious community as is determined by a two-thirds majority of the Cathedral Board to be equivalent to such an order under Part IV of Chapter VIII of the Constitution of the Church of Ireland.
103. In respect of a vacancy in membership of the Cathedral Board, the Honorary Secretary shall:
- (1) immediately notify such vacancy to the President of the Cathedral Board and the Chairperson of the Nomination Committee, and
 - (2) table any such vacancy as an agenda item at the next Cathedral Board meeting immediately following the occurrence of the vacancy.
104. The Honorary Secretary shall be required to table a resolution for vacancy at the next meeting of the Cathedral Board by reason of:
- (1) any absence for six consecutive months without prior permission of either Board from meetings thereof. The Cathedral Board shall consider the matter at that meeting and shall determine whether permission shall be granted;

- (2) any order, judgement, disqualification or otherwise referred to under article 101 or article 102(4) being brought to the attention of the Honorary Secretary. Where a decision of the Cathedral Board is required, the Cathedral Board shall consider the matter at that meeting;
 - (3) within twenty-one days of being duly called upon to do so (or such lesser time as is required to comply with any statutory deadline), a Company Board member (other than the Dean) failing, refusing or neglecting to execute any documentation that may be required of him or her, as a director of the Company under the Companies Act 2014 as amended.
105. If, within twenty-one days of being called upon to do so (or such lesser time as is required to comply with any statutory deadline), the Dean or any Clergy Member who is a member of the Cathedral Board shall fail, refuse or neglect to execute any documentation that may be required of him or her, as a charity trustee of the Cathedral or the Company or as a director of the Company, under the Charities Act 2009 as amended or under the Companies Act 2014 as amended, that person shall be liable to disciplinary action pursuant to Part IV of Chapter VIII of the Constitution of the Church of Ireland.
106. No member of the Cathedral Board, including the Dean, shall be entitled to receive notice of, or to attend or vote at meetings of the Cathedral Board for so long as he or she shall fail, refuse or neglect to execute the documentation in paragraph in article 102(2), article 104(3) or article 105. For the avoidance of doubt, this article does not apply to meetings of the Company Board.
107. Save in respect of membership of and exercise of the delegated powers of the Cathedral Board, no vacancy in membership of the Cathedral Board pursuant to article 101, article 102 and article 104(3) and article 102 shall affect:
 - (1) The Dean's role as Dean and as Incumbent;
 - (2) The Deputy Dean's role as Deputy Dean;
 - (3) The holding or exercise of any Cathedral Office (not being a Cathedral Board Office) by any Cathedral Officer;
 - (4) Membership of the Chapter by any member of the Chapter.
108. The provisions of article 101, article 102, article 103, article 104, article 107 and article 109 shall apply mutatis mutandis to the Honorary Secretary, to the Chairperson of Committees (including Standing Committees) and to any person appointed under article 80 or article 81 to whom is delegated any functions of the Board Treasurer.
109. Without prejudice to any right of action in the laws of the Church of Ireland (including those provided for or arising from Chapter VIII of the Constitution of the Church of Ireland), any person (other than a person subject to disciplinary action under article 105) affected by the operation of article 101, article 102, article 103, article 104, article 107 including a decision of the Cathedral Board under any of the same articles, shall have a

right of appeal to the Diocesan Councils of Dublin and Glendalough, which shall be made in the same manner and within the same period as the right of appeal in article 54.

110. Vacancies occurring in membership of the Cathedral Board, including vacancies arising by operation of article 101, article 102, article 104, and article 107 shall be filled by the Cathedral Board from persons qualified for election or appointment as provided in articles 40-53.
111.
 - (1) Should, by operation of article 101, article 104, and article 107 or of the laws of the Church of Ireland or of the Articles of Association of the Company or of the laws of Ireland, the seat of the Dean be vacated, the Dean shall be eligible for re-appointment to the Cathedral Board pursuant to article 40(1) subject to articles 101-109 and to the laws of the Church of Ireland and to the Articles of Association of the Company and to the laws of Ireland.
 - (2) Should, by operation of article 101, article 102, article 104, and article 107 or of the laws of the Church of Ireland or of the Articles of Association of the Company or of the laws of Ireland, the seat of the Precentor (if serving on the Cathedral Board pursuant to article 40(2)) be vacated, the Precentor shall be eligible for re-appointment to the Cathedral Board pursuant to article 40(2) subject to articles 101-109 and to the laws of the Church of Ireland and to the Articles of Association of the Company and to the laws of Ireland.
112.
 - (1) Only members of the Cathedral Board who are voting members of the Chapter can vote in the case of Chapter vacancies.
 - (2) Only lay Registered Vestry Members being members of the Cathedral Board can vote in the case of vacancies in representatives of Registered Vestry Members.
 - (3) A member of the Cathedral Board appointed under article 40(5) shall not be entitled to vote in an election to fill a casual vacancy among the elected members of the Cathedral Board.
 - (4) Persons chosen to fill casual vacancies arising under article 40(3), article 40(4) or article 40(5) shall (if he or she continues to be duly qualified) hold office for the duration of the term of the Cathedral Board member whose position has become vacant, subject to the provisions of article 49, article 50, article 51, article 52 and article 53.

Powers and Duties of the Cathedral Board, the Company and Officers

113. Save where otherwise provided for herein, the registration of Vestry Members, the election of Synods Members, the filling of vacancies, the business of the Company Board and the business of the Cathedral Board, shall be conducted in the same manner as for parishes under the provisions of the Constitution of the Church of Ireland, or as near thereto as circumstances and applicable law will permit.
114. The Dean, or his or her Deputy, shall have the powers and duties of an Incumbent.

115. The Cathedral Board shall have the powers, functions and duties of a Select Vestry and of Churchwardens and, without prejudice to the generality of the foregoing, shall have the control, charge and management of the following:-

- (1) The preservation, restoration, and repair of the fabric of the Cathedral and all permanent structures therein.
- (2) The lighting, heating and cleaning of the Cathedral.
- (3) The ornaments of the Cathedral, the monuments, the tablets, windows and brasses to be placed in the Cathedral: provided that none shall be erected or placed in the Cathedral or removed therefrom without the consent or approval of the Dean and Chapter and of the Ordinary.
- (4) The collections and all financial matters relating to the Cathedral, including the regulation of all salaries and pensions payable by the Cathedral Board.
- (5) The appointment and removal of all lay officials of the Cathedral and all officers of the Cathedral whose appointment is not vested in the Archbishop, or in the Dean and Chapter, excepting the Verger (who shall be appointed and may be removed by the Dean).

116. Subject to article 117 and subject at all times to the provisions of articles 55-65, and to the Company at all times complying with the laws of the Church of Ireland, the Cathedral Board is authorised (by regulations, by agreement or otherwise) -

- (1) to transfer, or
- (2) to otherwise contract or engage in relation to the carrying out of,

any or all of its powers, functions and duties (including delegated powers, functions and duties and the committees and persons undertaking same) -

- (a) under this Constitution (for the avoidance of doubt including those powers, functions and duties under article [113](#) and article [115](#)) excluding its powers, functions and duties under articles 40-53, articles 66-90, article 100, articles 101-109, articles 110-111, and article 118, and excluding its powers to make regulations under articles 40(2) (to the extent jointly with the Chapter), 51, 66(2), 80, and 119, or
- (b) under the Constitution of the Church of Ireland and the laws of the Church of Ireland other than this Constitution,

to the Company and to revoke, terminate or discontinue any such transfer, delegation, contract or engagement at any time, subject always to compliance with applicable law and to any relevant contractual arrangements.

117. The provisions of article 116 shall not have effect until, but shall have immediate effect upon, the Company:

- (1) Being registered as a charity, and
- (2) Having received a charitable tax exemption from the Revenue Commissioners.

Extinguishing any residual rights of Chapter officers over matters within the powers of the Cathedral Board

118. (1) No member of the Chapter (including the capitular offices of Precentor, Chancellor or Treasurer) shall exercise or enjoy any ancient prerogative, right, power or privilege in respect of any matter now within the powers or jurisdiction of the Cathedral Board save as is expressly granted to them by the Cathedral Board, and any such ancient prerogative, right, power or privilege hitherto or historically belonging to any member of the Chapter is extinguished.

(2) Nothing in paragraph (1) of this article affects –

- (a) the prerogatives, rights, powers or privileges of members of the Chapter concerning matters falling within the jurisdiction of the Chapter or otherwise arising from the constitution of the Cathedral as hitherto provided for in the law of the Church of Ireland (save to the extent provided in the Statute and this Constitution); or
- (b) the prerogatives, rights, powers and privileges of the Dean (whether as Dean or as Incumbent),

where those prerogatives, rights, powers and privileges are not within the exclusive powers or jurisdiction of the Cathedral Board.

(3) Save as otherwise provided in this article, nothing herein enacted shall prejudice the rights or privileges of the Dignities or other Clergy Members, or of the Officials, of the Cathedral, existing at the coming into effect of this Constitution.

Power of Boards to make rules and regulations

119. The Cathedral Board and the Company Board and the Chapter may make rules or regulations for the exercise of any of their powers (providing that the consent of the General Vestry shall be obtained for rules or regulations governing elections by the General Vestry, and the consent of the Ordinary shall be obtained for rules or regulations governing decisions requiring the Ordinary's consent).

120. A word or expression used in rules or regulations under this Constitution has the same meaning in the rules or regulations as it has in this Constitution.

Disposition of property, assets, liabilities and activities

121. For the avoidance of doubt, subject to any consents otherwise required by the laws of the Church of Ireland (including but not limited to Diocesan consents, episcopal faculties and permissions from the Representative Body of the Church of Ireland), the Cathedral Board shall be entitled on behalf of the Cathedral to sell, convey, manage, lease, let, alienate, mortgage, transfer, assign, licence, novate and otherwise transfer, dispose of or deal with –

(1) property (land, houses, property, shops, flats, maisonettes, reversions, interests, annuities, life policies and any other property real or personal, movable or immovable, either absolutely or conditionally and either subject or not to any mortgage, charge, ground rent or other rents or encumbrances),

(2) assets,

(3) liabilities, and

(4) activities

to the Company or to other persons.

FIRST SCHEDULE

DECLARATION FOR SUBSCRIPTION

I, A.B., do hereby solemnly declare that:

- (1) I am a minister or accredited preacher of _____ Church.
- (2) I agree to be bound by the provisions of Part II of Chapter VII of the Constitution of the Church of Ireland and, to that extent only, I submit myself to the authority of the Church of Ireland, and to the laws and tribunals thereof.
- (3) I A.B. do declare that I will perform Canonical obedience to the Ordinary of the Cathedral of the Holy Trinity commonly called Christ Church, Dublin, and his or her successors, Archbishops of Dublin. I will observe the statutes and ancient customs of Cathedral of the Holy Trinity commonly called Christ Church, Dublin, so far as they are not repugnant to the laws of the Church of Ireland, I will keep private and undisclosed the secrets of the Chapter.

I subscribe the above declaration to be appointed to the office of Ecumenical Canon of the Cathedral of the Holy Trinity, commonly called Christ Church, Dublin.

SECOND SCHEDULE

DECLARATION FOR SUBSCRIPTION

I, A.B., do hereby solemnly declare that:

- (1) I agree to be bound by the provisions of the Constitution of the Church of Ireland and I submit myself to the authority of the Church of Ireland, and to the laws and tribunals thereof, including in respect both of the Cathedral of the Holy Trinity commonly called Christ Church, Dublin and Christ Church Cathedral, Dublin Company Limited by Guarantee and their respective Boards.
- (2) I will observe the statutes and ancient customs of the Cathedral of the Holy Trinity commonly called Christ Church, Dublin and, so far as they are not repugnant to the laws of the Church of Ireland or the laws of Ireland, I will keep private and undisclosed the secrets of the Cathedral Board, Company Board and Chapter.

THIRD SCHEDULE

DECLARATION FOR SUBSCRIPTION

I, A.B., do hereby solemnly declare that:

- (1) I will perform Canonical obedience to the Ordinary of the Cathedral of the Holy Trinity commonly called Christ Church, Dublin, and his or her successors, Archbishops of Dublin.
- (2) I will observe the statutes and ancient customs of the Cathedral of the Holy Trinity commonly called Christ Church, Dublin and, so far as they are not repugnant to the laws of the Church of Ireland or the laws of Ireland, I will keep private and undisclosed the secrets of the Cathedral Board, Company Board and Chapter.

FOURTH SCHEDULE

DECLARATION FOR SUBSCRIPTION

I, A.B., do hereby solemnly declare that:

- (1) I am a minister or accredited preacher of _____ Church.
- (2) I agree to be bound by the provisions of Part II of Chapter VII of the Constitution of the Church of Ireland and, to that extent only, I submit myself to the authority of the Church of Ireland, and to the laws and tribunals thereof, including in respect both of the Cathedral of the Holy Trinity commonly called Christ Church, Dublin and Christ Church Cathedral, Dublin Company Limited by Guarantee and their respective Boards.
- (3) I A.B. do declare that I will perform obedience to the Ordinary of the Cathedral of the Holy Trinity commonly called Christ Church, Dublin, and his or her successors, Archbishops of Dublin. I will observe the statutes and ancient customs of Cathedral of the Holy Trinity commonly called Christ Church, Dublin, so far as they are not repugnant to the laws of the Church of Ireland or the laws of Ireland, I will keep private and undisclosed the secrets of the Cathedral Board, Company Board and Chapter.

I subscribe the above declaration to be appointed to the offices of member of the Cathedral Board and member of the Company Board of the Cathedral of the Holy Trinity, commonly called Christ Church, Dublin.