

REPORT TO THE ANNUAL GENERAL MEETING, 29 JUNE 2019

AMENDMENTS TO THE CONSTITUTION

Introduction

In recent months the Executive Committee (EC) has identified a number of amendments which it would like to make to the Constitution. The Constitution requires that the Constitution may only be amended by the members in General Meeting so this paper explains the proposed changes and asks the members to approve them. The amendments are shown in the attached copy of the Constitution.

Proposed amendments

Membership of the Executive Committee

At clause 8a the Constitution states that the members of the Executive Committee, who are the Trustees of the Friends, shall include the Chief Executive of The Connection. Pam Orchard, Chief Executive, attends the meetings of the Executive Committee and takes a full and valued part in its discussions but has stated that the Chief Executive should not be a Trustee of the Friends. This is to avoid any circumstances in which a conflict of interests could arise, however rare that may be.

Limit on liabilities

The Constitution states at clause six that "The Friends may not assume debts or liabilities, which in total exceed £3,000 at any time". As members will note in the accounts presented to the meeting, during 2018/19 the liabilities of the Friends exceeded this amount; this was due principally to donations received by the Friends but which were actually intended for The Connection and had not been transferred at the financial year-end, so show as a current liability. While the Executive Committee intends to contain any increases in liabilities it is likely that they will continue to exceed £3,000 in future years so it is proposed to amend clause six as shown in the attached document. The proposed arrangement will allow the Executive Committee to define in the financial procedures any appropriate limit on liabilities. This aligns to normal governance practice for organisations such as the Friends, in which it is unusual for a constitution to define such a limit. The financial procedures will be made available for inspection by members at each Annual General Meeting, as required by clause six.

Other amendments

As members will note in the attached document, there are a number of other proposed amendments, all of a relatively minor nature.

The members are asked to approve the proposed amendments to the Constitution.

Subject to the members' approval, the revised Constitution will be submitted to the Charity Commission; it will be available publicly on the Charity Commission's website.

Graham Lawrence FCIS
Secretary
June 2019