

# **SUMMARY OF THE MAIN ALTERATIONS TO THE 1992 CONSTITUTION**

## **OBJECTS CLAUSE**

The wording of the proposed alterations to the Constitution has received the prior approval of the Charity Commission.

The Trustees have re-ordered the educational object of the clause to put it second to the object of preserving and enhancing The Close. The Trustees regard this as our paramount object, although the educational side is important, as shown by the booklet on the houses in The Close we published and our annual lecture (pre-covid). The Lecture will be back in 2022.

The clause now mentions the importance of the natural environment of The Close as a unique green space in the city. It also mentions the “setting” of The Close. The setting of Important listed buildings is now something planners are legally obliged to consider, so we felt it important to flag it in our objects.

## **MEMBERSHIP AND SUBSCRIPTION**

Membership subscription has been unchanged since the Society started 30 years ago. The rates are set out in the old constitution so, to change any aspect of them would require a formal process every time. The Trustees might want to create other types of membership or subscription rates. We did relatively recently introduce life membership, which was approved at the last AGM. The new Constitution gives the Trustees ability to change subscriptions or classes of membership. As trustees, we will only make changes if in the best interest of the Society. As a charity, we are not carrying on business with a view to profit but aim to cover our costs, so far as we can, from income, so we do not need to dip into our reserves.

## **TECHNOLOGY**

We have added wording, primarily Clauses 6, 7, 10 and 17, to ensure that we can hold meetings in person, in part in person and in part remotely, fully remotely, if necessary, to vote remotely and to pass resolutions by email, if necessary. Strictly speaking, our current constitution only allows Royal Mail posting of notices and meetings with voting by a show of hands, so we really need to update all of this **anyway**. We have given the Trustees power to postpone meetings if concerned about the safety of attendees and to go online if necessary.

## **GENERAL CLAUSES**

The Trustees looked, as directed by the Charity Commission, at the recommended small charities’ constitutions they produce. We have set out powers of the Trustees (now “the Board”) in clauses 11 to 15. Clause 15 governs conflicts of interest of the trustees. Unlikely to arise but it gives us a procedure to deal with it which the Trustees believe we should have.

We have relaxed the requirement to have and vote for an independent examiner, which is no longer required by law, nor is an audit for a small charity like ours and we ceased having an audit when the law changed and it was no longer required. If the law changes, we will ensure Members vote on the appointment of an independent examiner.

We have given the Trustees flexibility on how many officers we have and the roles given to them.