

Notes on Proposed Revised Articles 2014

Many members will recall that a proposed revision of Sands' Articles was put before the AGM last year, but was not approved by a 75% majority.

This year, the Board is asking the Membership to consider approval of a further revised version of the Charity's Articles. The aim of these proposed changes is to facilitate efficiencies in running the Charity and to increase flexibility following recent changes in both company and charity law. Sands has been working closely with the Charity's solicitors, Foot Anstey, to re-consider the changes proposed last year and a number of further updates and revisions have been made.

The full revised document is available to view on the Sands' website at: <http://www.uk-sands.org/about-us/membership/agm-notice>

Sands currently has a separate Memorandum and Articles of Association, but company law changes allow these documents to be merged.

Many of the procedural and statutory changes remain the same as last year – in particular clauses 6 and 20 concerning conflict of interest. These clauses require the permission of the Charity Commission, which was obtained in October 2013 and still stands. Some other requirements are simplified, such as the notice period for a general meeting being reduced to 14 days.

Members may like to look closely at clauses 18 and 19 concerning the appointment of Trustees. Many of these provisions have reverted to the process currently adopted by Sands – ie. no Trustee can serve longer than 7 years in total and the longest standing third of Trustees must stand down at each AGM. In addition, it is proposed that anyone personally bereaved should be at least one year on from their own bereavement before standing as a Trustee. Any member remains able to nominate another willing member as a candidate.

Finally, some members may be aware that a byelaw was adopted by the Board before last year's AGM placing some restrictions on the voting process. The current Board has repealed this byelaw and the voting will therefore revert to a simple "first past the post" system, with the exception of any Special Resolution which will still require 75% of the total votes cast in favour in order to be adopted.

Any questions on the revised Articles please email Lucy.Lelliott@uk-sands.org