



Civic Voice AGM 2018

Item 9

Explanation of Constitutional Amendments

The Charity Commission recently issued new guidelines for the governance of Registered Charities such as Civic Voice. This has led the Governance Committee to examine our Articles of Association (in effect our constitution) to ensure that they conform with the recommendations.

It became clear that some of the provisions in the Articles were only relevant during the initial setting up of the charity and are no longer needed. The Board are therefore proposing to remove these provisions through the proposed amendments to Articles 19.2, 38.3, 38.4 and 40.3.

The Charity Commission recommend that Trustees of a charity (i.e. the Board Members) should normally serve for a maximum of nine years. Currently, Civic Voice Trustees are elected for a three-year term and may only serve a maximum of two such terms consecutively (except for the treasurer who may serve three). A three-year term limits the time available for new members to become familiar with the complexity of Civic Voice's operations and the requirements of the role. The six-year maximum seems unduly restrictive in the light of the Charity Commission recommendations and can lead to the loss of experienced Trustees from the board. This becomes problematic particularly in the case of the Chairman. It is desirable for continuity that the Chairman should serve for at least three years (unless there is a compelling reason for his/her removal), so current arrangements make the most experienced Trustees effectively ineligible to become Chairman, which seems inappropriate.

The Board are therefore proposing to amend Articles 40.1 and 40.2 so that Trustees may serve a maximum of two consecutive terms of four years. These amendments would also bring the position of the Chairman into line with that of the Treasurer by allowing a sitting Chairman to stand for a third term as a Trustee, the term of office to end if they cease to be Chairman.

The amendments to Articles 43.2 and 43.3 are to bring the position of co-opted Trustees onto the same basis.

For the avoidance of doubt, the proposed changes would not affect the current terms of office of any existing Trustees or of those who will be elected at this AGM. They would only take effect for Trustees elected (or re-elected) at the 2019 AGM or subsequently.

On behalf of the Board of Trustees