

Finance Council April 2024 – Constitutional Proposals

1. There are a number of constitutional proposals being put to 2024 Finance Council. This paper provides some brief explanation on (a) the proposed amendments to the Procedural Bye-laws and (b) some necessary tidying up in relation to the introduction of rolling membership. There are separate papers dealing with the proposals in relation to membership of Council and the proposals in relation to the BCF constitution.
2. The proposed changes to the Procedural Bye Laws primarily concern elections. Here it is proposed (a) that incumbents of a post standing for re-election to that post should be required to be nominated – it is felt to be anomalous that there is currently no such requirement – and (b) to replace the existing provision that the agenda sets out the names of all persons nominating a candidate with a requirement that the agenda only sets out the names of those persons who sufficed for the candidate to be duly nominated. The Governance Committee is strongly of the view that the existing wording is undesirable as it can result in too much of the election process taking place before the issue of the candidates' election statements.
3. The only other change to the Procedural Bye-laws is to provide that where a Finance Council or AGM is held virtually it shall be deemed not to have taken place for the purposes of the election rota, thus meaning that, when a meeting is held virtually, London, Birmingham or Manchester/Leeds will not lose their turn to hold a physical or hybrid meeting.
4. The rolling membership changes involve amending the Direct Members Bye Laws (by ordinary resolution) and the articles of association (by special resolution). The Bye Law changes are principally to remove the existing paragraph which provides that membership fees cover a 12 month period commencing 1st September with wording that reflects that membership periods can now start at the beginning of any calendar month. The other changes are to change “grading” to “rating” and to delete a redundant schedule.
5. The changes to the articles of association are to make it clear that when Finance Council sets fee rates it is doing so for the rolling year and not just for memberships commencing on 1st September and also to give Council the ability in any year to allow the Board to introduce new fee rates up to two months earlier than 1st September. This is being proposed so that any system problems that might arise on a change will occur in July and August, months where few renewals occur.

Governance Committee 28th March, 2024