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| **Article**  **Proposed Amendments to Articles of Association August 2024** | **A black and red logo  Description automatically generatedProposed Amendment** |
| 3.0 | Article 3.0 amended to add the following roles already being used in the charity: Co-Opted Director, Honorary Patron, Benefactor, Life Member, Executive Advisor. The definition of Principal Officer corrected to refer to Article 32.4. |
| 7.3 | Article 7.3 amended to make it clear that there must be a minimum of 20 members to comply with article 7.2. |
| 8.1.2 | Clause 8.1.2 the definition of Junior Members amended to include "or pupils" and the ages 11 to 17 (previously 12 to 15) to allow for inclusivity of all pupils studying in Prestwick. Junior Members aged 16 and over who are resident in the KA9 postcode area may serve as Directors by resigning their Junior Membership and effecting Ordinary Membership. |
| 8.2 | Article 8.2 updated to clarify the process when a member no longer qualifies for their current membership classification e.g. where an Ordinary Member moves from residing in the Community (KA9) they will be reclassified as an Associate, subject to payment of the subscription. |
| 9.1 | Article 9.1 updated to explain membership applications may be completed online. |
| 11.1 | Article 11.1 updated to remove the reference to documents being sent by fax and instead they may be sent by email. |
| 11.2 | Article 11.2 updated to remove the reference to documents being sent by fax and instead they may be sent by email. |
| 12.0 | Article 14.0 re-numbered as Article 12.0. |
| 13.0 | Article 12.0 re-numbered as Article 13.0. |
| 13 | Article 13 (previously Article 12) updated to make it clear that subscriptions apply to both Ordinary & Associate Members. |
| 14 | Article 13 re-numbered as Article 14. |
| 14.2 | The wording of Article 14.2 (previously Article 13.2) updated to clarify that when a member no longer meets the criteria of being an Ordinary member they would become an Associate Member e.g. if they no longer reside in the KA9 postcode area. |
| 14.3 | Article 14.3 amended to reflect the period a member is allowed to pay their annual subscription is reduced from six months to two months |
| 14.4 | Article 14.4 (previously Clause 13.4) is updated add a reference to the Companies Complaints Procedure. |
| 17.2 | Article 17.2 is updated to explain when issuing members with notice of an AGM it will include the Chairperson’s Report. |
| 22.4 | Article 22.4 updated to include the option of electronic voting via the members online Broadway Membership Account. |
| 24.2 | Clause 24.2 updated to explain the process of electing Directors updated to reflect the procedure adopted at the AGM. This being, Elected Directors must be proposed by one Ordinary Member and seconded by a second Ordinary Member. |
| 24.5 | Article 24.5 is amended to allow Directors to seek re-election for a maximum of 9 consecutive years. A maximum nine-year term is typical for the majority of charity enterprises. A critical risk facing the delivery of the Broadway project is continuity. A maximum nine-year term allows specialist expertise to remain available to the Board. Board members still have to be elected to the Board annually at the AGM |
| 24.6 | Article 24.6 is updated to allow Directors to be eligible for re-election after the maximum term if no member is willing to apply, the retiring Director agrees, and the remaining Director’s agree. |
| 25.3 | Article 25.4 is updated to explain Co-Opted Directors cannot vote at the AGM/GM unless as Ordinary Members. |
| 28.3.4 | Article 28.3.4 is added to require Directors to comply with all Company policies. |
| 30.5 | Article 30.5 is updated to clarify that meeting proceedings may be recorded and stored electronically. |
| 32.6 | Article 32.6 is added to allow for the role of Executive Advisor which brings crucial skills and experience to the Broadway project. |
| 32.7 | Article 32.7 is added to allow for Benefactors and to explain importance they bring to the Broadway project. |
| 32.8 | Article 21.8 is added to allow for Life Members being official recognition for services to the Broadway project. |
| 39.1 | Article 39.1 is updated to include the requirement for evidence to be provided for Out-of-Pocket expenses. |